State of Delaware
Secretary of State
Division of Corporations
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STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
POLARIS INTERNATIONAL HOLDINGS, INC.

The Corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That the Board of Directors of Polaris International Holdings, Inc. duly adopted resolutions in an action by written consent dated October 2, 2013 approving amendments to the Corporation's Certificate of Incorporation, as amended, declaring said amendments to be advisable and recommending said amendments to the stockholders of the Corporation for approval. The amendments are as follows:

Amending Article Four — Authorized Shares — The Corporation shall be authorized to issue shares of its Common stock as follows and change the par value of Common Stock and Series B Preferred:

Common Stock	2,000,000,000 shares	Par value $0.000001
Series A Preferred	100,000,000 shares	Par Vaule $0.0001
Series B Preferred Stock	10,000,000 shares	Par Value to 0.001

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a majority of the stockholders of the Corporation duly adopted resolutions in an action by written consent dated October 6, 2013 approving amendments to the Corporation's Certificate of Incorporation, as amended, in accordance with § 228 of the General Corporation Law of the State of Delaware in which action the necessary number of shares as required by statute were voted in favor of the amendments.

THIRD: That said amendments were duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this day 6th day of October 2013.

Polaris International Holdings Inc.



COO/DIRECTOR—PATRICK THOMAS