



GNCC CAPITAL, INC.

SUPPLEMENTAL INFORMATION

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

REPORTING DATE: **APRIL 27, 2014**

FILING DATE: **APRIL 15, 2014**

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION:

On April 15, 2014, the Company Directors adopted resolutions amended the Corporation's Certificate of Incorporation, as follows:

"The total number of shares of stock which the Corporation shall have the authority to issue is 20,100,000,000 (Twenty billion one hundred million), consisting of 20,000,000,000 (Twenty billion) shares of Common Stock, 100,000,000 (One hundred million) shares of Preferred Stock; \$0.00001 par value per share."

RATIONALE FOR AMENDMENT:

The terms and conditions of the outstanding Convertible Loan Notes and of the Series "A" Convertible Preferred Stock specifically require that the Company maintain a sufficient amount of Authorized Shares of Common Stock from time to time.

ISSUED AND OUTSTANDING SHARES AS AT APRIL 27, 2014:

Shares of Common Stock: 9,999,132,134

Shares of Series "A" Preferred Stock: 4,118,361

DATED: APRIL 27, 2014

RONALD YADIN LOWENTHAL
GNCC CAPITAL, INC.
EXECUTIVE CHAIRMAN

EXHIBIT:

Authenticated State of Delaware Certificate of Amendment of Certificate of Incorporation dated April 15, 2014.

Delaware

PAGE 1

The First State

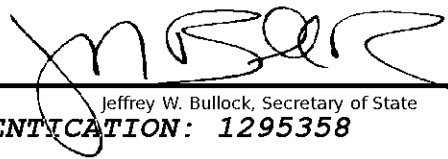
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "GNCC CAPITAL, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF APRIL, A.D. 2014, AT 8:46 O'CLOCK A.M.



4603407 8100

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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1295358

DATE: 04-15-14

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:46 AM 04/15/2014
FILED 08:46 AM 04/15/2014
SRV 140470056 - 4603407 FILE

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

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

FIRST:

That at a meeting of the Board of Directors of GNCC CAPITAL, INC. resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this Corporation be amended by the changing the Article thereof numbered "FOURTH" so that, as amended, said Article shall be and read as follows:

"Fourth: The total number of shares of stock which the Corporation shall have the authority to issue is Twenty billion one hundred million (20,100,000,000), consisting of Twenty billion (20,000,000,000) shares of Common Stock, One hundred million (100,000,000) shares of Preferred Stock, \$0.00001 par value per share."

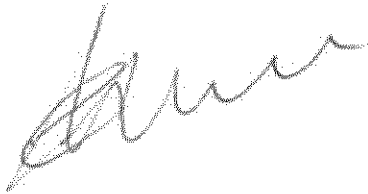
SECOND:-

That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD:

That said amendment was 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 26th day of March, 2014.



NICOLAAS EDWARD BLOM
GNCC CAPITAL, INC.
PRESIDENT, CHIEF EXECUTIVE
OFFICER & SECRETARY



RONALD YADIN LOWENTHAL
GNCC CAPITAL, INC.
EXECUTIVE CHAIRMAN &
TREASURER