

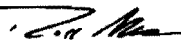


ROSS MILLER
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090301

Certificate of Change Pursuant to NRS 78.209

Filed in the office of  Ross Miller Secretary of State State of Nevada	Document Number 20100295370-39 Filing Date and Time 04/30/2010 11:45 AM Entity Number C6081-1983
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USE BLACK INK ONLY - DO NOT HIGHLIGHT

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Certificate of Change filed Pursuant to NRS 78.209 For Nevada Profit Corporations

1. Name of corporation:

ICOA, Inc.

2. The board of directors have adopted a resolution pursuant to NRS 78.209 and have obtained any required approval of the stockholders.

3. The current number of authorized shares and the par value, if any, of each class or series, if any, of shares before the change:

10,000,000,000 common shares, par value \$0.0001; 50,000,000 preferred shares, par value \$0.0001

4. The number of authorized shares and the par value, if any, of each class or series, if any, of shares after the change:

10,000,000,000 common shares, par value \$0.0001; 50,000,000 preferred shares, par value \$0.0001

5. The number of shares of each affected class or series, if any, to be issued after the change in exchange for each issued share of the same class or series:

The Company will issue 1 common share in exchange for every 5,000 common shares currently held.

6. The provisions, if any, for the issuance of fractional shares, or for the payment of money or the issuance of scrip to stockholders otherwise entitled to a fraction of a share and the percentage of outstanding shares affected thereby:

Fractional shares will be rounded up to the next whole share at .5 and rounded down at .49 and below

7. Effective date of filing: (optional)

8. Signature: (required)

(must not be later than 90 days after the certificate is filed)

X

Signature of Officer

CFO, Secretary, and Treasurer

Title

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State Stock Split
Revised: 3-6-09