



**GNCC CAPITAL, INC.**  
**ARTICLES OF AMENDMENT**

**FILED: June 3, 2021**

**IMPLEMENTATION:-**

On June 2, 2021, the Secretary of State, Wyoming, approved the Corporation increasing its Authorized Preferred shares of Stock to that of 49,300,000,000. 49,000,000,000 are Authorized Shares of Common Stock and 300,000,000 shares of Preferred Stock.

**RATIONALE:-**

Premier Development & Investment, Inc. (“Premier”) elected to increase its investment in GNCC Capital, Inc. (“GNCC”) and through the purchase today of GNCC shares of Series “B” Convertible Preferred Stock and from existing shareholders. This purchase was conditional upon GNCC raising its Authorized Share Capital. GNCC is contractually bound to immediately raise its Authorized Share Capital and if requested by any shareholder of any Class of its shares of Convertible Preferred Stock.

**EXHIBITS:**

Articles of Amendment duly stamped and approved by the Wyoming Secretary of State and dated June 2, 2021.

**DATED: JUNE 3, 2021**



**Wyoming Secretary of State**  
Herschler Building East, Suite 101  
122 W 25th Street  
Cheyenne, WY 82002-0020  
Ph. 307.777.7311  
Email: [Business@wyo.gov](mailto:Business@wyo.gov)

**WY Secretary of State**  
**FILED: 06/02/2021 02:11 PM**  
**Original ID: 2014-000677121**  
**Amendment ID: 2021-003218498**

## **Profit Corporation Articles of Amendment**

1. Corporation name:

GNCC CAPITAL, INC.

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2. Article number(s) is amended as follows:

*\*Article number(s) is not your filing ID number. Example: 2000-000123456*

Tenth: "The total number of shares which the Corporation shall have the authority to issue is 49,300,000,000 (Forty nine billion three hundred million), consisting of 49,000,000,000 (Forty nine billion) shares of Common Stock and 300,000,000 (Three hundred million) shares of Preferred Stock, Par Value: \$0.00001 per share."

3. If the amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself which may be made upon facts objectively ascertainable outside the articles of amendment.

NOT APPLICABLE

4. The amendment was adopted on

05/31/2021

(Date - mm/dd/yyyy)



5. Approval of the amendment: (Please check only one appropriate field to indicate the party approving the amendment.)



**Shares were not issued** and the board of directors or incorporators have adopted the amendment.

**OR**



**Shares were issued** and the board of directors have adopted the amendment *without shareholder approval*, in compliance with W.S. 17-16-1005.

**OR**



**Shares were issued** and the board of directors have adopted the amendment *with shareholder approval*, in compliance with W.S. 17-16-1003.

**Signature:**



(May be executed by Chairman of Board, President or another of its officers.)

**Date:**

05/31/2021

(mm/dd/yyyy)

**Print Name:**

RONALD YADIN LOWENTHAL

**Contact Person:**

RONALD YADIN LOWENTHAL

**Title:**

DIRECTOR

**Daytime Phone Number:**

(702) 990-0156

**Email:**

corporate@gncc-capital.com

(Email provided will receive annual report reminders and filing evidence.)

\*May list multiple email addresses

#### Checklist



**Filing Fee: \$50.00** Make check or money order payable to Wyoming Secretary of State.



Please submit one **originally signed** document.



**Typical processing time is 3-5 business days** following the date of receipt in our office.



\*Refer to original articles of incorporation to determine the specific article number being amended or use the next number in sequence if you are adding an article.



Please review form prior to submitting to the Secretary of State to ensure all areas have been completed to avoid a delay in the processing time of your documents.