

**ARTICLES OF AMENDMENT
OF
DOXA TALENT, INC.
(an Idaho Corporation)**

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-FILED-

File #: 0005385727

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1. The name of the corporation is: Doxa Talent, Inc.
2. The text of each article being amended:

ARTICLE II – Capital Stock

The total number of shares which the Corporation will have the authority to issue is four million five hundred forty-five thousand (4,545,000). The Corporation intends to create two classes of stock, in accordance with the following:

Common Stock: The Corporation authorizes creating three million one hundred and fifty thousand six hundred forty-eight (3,150,648) shares of Common stock, par value .00001. Common stock shall have all the rights ordinarily associated with common shares, including but not limited to general voting rights, with each share being entitled to one vote, general rights to dividends, and liquidation rights.

Preferred Stock: The Corporation authorizes creating one million two hundred and twenty thousand one hundred and sixty-one (1,220,161) shares of Preferred stock, par value .00001. Each Preferred share shall be entitled to one vote alongside Common shareholders. The following preferences, rights, and obligations apply solely to Preferred shares (and not Common shares):

- i. Preferred Stock Distribution Preference:
 - i. The Preferred stock shall have a distribution preference over the Common stock, entitling Preferred shareholders to receive dividends or distributions until which time their initial capital investment has been returned in full. Any further dividends or distributions will be paid alongside Common stock.
 - ii. In the event of a liquidation of the Corporation, each Preferred shareholders shall be entitled to receive, before any distribution or payment is made to the Common shareholders, any remaining amounts owed on their initial capital investment. Any further distribution or payment to Preferred shareholders will be paid alongside Common stock. The sale of all or substantially all of the Corporations property or business (other than in connection with a winding up of its business), will be considered a liquidation.
3. The date of adoption of the amendment(s) was: August 28, 2023
 4. Manner of adoption
 - a. The amendment consists exclusively of matters which do not require shareholder action pursuant to section 30-29-1002, 30-29-1005, and 30-29-1006, Idaho Code, and was, therefore, adopted by the board of directors.

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DocuSigned by:
By: David Nilssen 8/29/2023
87602023E900498 Date
David Nilssen, Director and CEO

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