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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
RELIANCE GLOBAL GROUP, INC.

The Articles of Incorporation, as amended, of RELIANCE GLOBAL GROUP, INC., a Florida corporation (the "Corporation"), are hereby amended pursuant to the provisions of Section 607.10025 of the Florida Business Corporation Act, and such amendment is set forth as follows:

FIRST: Article 4, Section 1 of the Articles of Incorporation of the Corporation is hereby amended by replacing it in its entirety with the following (and the rest of Article 4 from Section 2 through the end remains as originally stated):

Section 1. Authorized Shares. The aggregate number of shares which the Corporation shall have authority to issue is a total of two billion (2,750,000,000) shares, consisting of two classes of stock, to be designated, respectively, "Common Stock" and "Preferred Stock," with all of such shares having a par value of \$.086 per share. The total number of shares of Common Stock that the Corporation shall have authority to issue is two billion (2,000,000,000) shares. The total number of shares of Preferred Stock that the Corporation shall have authority to issue is seven hundred fifty million (750,000,000) shares. The Preferred Stock may be issued in one or more series, each series to be appropriately designated by a distinguishing letter or title, prior to the issuance of any shares thereof. The voting powers, designations, preferences, limitations, restrictions, and relative, participating, optional and other rights of the Preferred Stock and the qualifications, limitations, or restrictions relating thereto, shall hereinafter be prescribed by resolution of the board of directors pursuant to Section 3 of this Article IV.

The undersigned hereby certifies that the foregoing amendment was approved and adopted by the board of directors and shareholders of the Corporation on January 25, 2021.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment, effective as of this 4th day of February, 2021.

RELIANCE GLOBAL GROUP, INC.

By: *Alex Blumenfrucht*
Alex Blumenfrucht
Chief Financial Officer

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