
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K CURRENT REPORT

Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 26, 2020

MARIJUANA COMPANY OF AMERICA, INC.

(Exact Name of Registrant as Specified in its Charter)

Utah
(State or other jurisdiction
of incorporation or organization)

Commission File Number
000-27039

98-1246221
(I.R.S. Employer
Identification Number)

1340 West Valley Parkway Suite #205 Escondido, California 92029
(Address of Principal Executive Offices and Zip Code)

(888) 777-4362
(Issuer's telephone number)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Securities registered pursuant to Section 12(g) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock	MCOA	None

Item 3.03 Material Modification to Rights of Security Holders.

(a) On June 26, 2020, the Registrant's board of directors pursuant to Article IV of its Articles of Incorporation, and Utah Corporations Code 16-10a-1002, unanimously passed a resolution in a special meeting to amend the corporation's articles to increase the number of authorized shares of common stock from five billion to fifteen billion shares. On June 26, 2020, the Registrant filed the amendment to its Articles with the Utah Secretary of State. The Registrant has 469,288,933 issued and outstanding shares as of June 25, 2020.

Section 9 – Financial Statement and Exhibits

Item 9.01 Financial Statements and Exhibits

<u>Exhibit No.</u>	<u>Document</u>	<u>Location</u>
3.1	Amendment to Articles	Filed Herewith
20.1	Board Resolution	Filed Herewith

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated June 29, 2020

MARIJUANA COMPANY OF AMERICA, INC.

By: /s/ Jesus Quintero
Jesus Quintero
(Principal Executive Officer)

This form cannot be hand written.



State of Utah
DEPARTMENT OF COMMERCE
Division of Corporations & Commercial Code
Articles of Amendment to Articles of Incorporation (Profit)

Entity Number: 7204185-0142

Non-Refundable Processing Fee: \$37.00

Pursuant to UCA §16-10a part 10, the individual named below causes this Amendment to the Articles of Incorporation to be delivered to the Utah Division of Corporations for filing, and states as follows:

- 1. The name of the corporation is: Marijuana Company of America, Inc.
- 2. The date the following amendment(s) was adopted: June 26, 2020
- 3. If changing the corporation name, the new name of the corporation is: _____

4. The text of each amendment adopted (include attachment if additional space needed): **ARTICLE IV**
The aggregate number of shares of common stock which the corporation shall have the authority to issue is fifteen billion shares of common stock at par value of \$0.01 per share.

5. If providing for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: _____

6. Indicate the manner in which the amendment(s) was adopted (mark only one):

- Adopted by Incorporators or Board of Directors – Shareholder action not required.
- Adopted by Shareholders – Number of votes cast for amendment was sufficient for approval.

7. Delayed effective date (if not to be effective upon filing) _____ (MM-DD-YYYY *not to exceed 90 days*)

Under penalties of perjury, I declare that this Amendment of Articles of Incorporation has been examined by me and is, to the best of my knowledge and belief, true, correct and complete.

By:
Title: Chief Executive officer

Date: 06/26/2020

Under GRAMA (63G-2-201), all registration information maintained by the Division is classified as public record. For confidentiality purposes, you may use the business entity physical address rather than the residential or private address of any individual affiliated with the entity.

Mailing/Faxing Information: www.corporations.utah.gov/contactus.html Division's Website: www.corporations.utah.gov

SPECIAL MEETING & RESOLUTION OF THE DIRECTORS

MARIJUANA COMPANY OF AMERICA, INC.

A Utah Corporation

The undersigned, being all the Directors of Marijuana Company of America, Inc., a Utah Corporation (the "Company"), hereby adopt the following recitals and resolutions after the holding of a Special Meeting of the Board of Directors pursuant to Article 4, Section 2 of the Company's By Laws, effective as of June 26, 2020, the Directors hereby waiving all notice of, and the holding of, a meeting of the directors to act upon such matters and resolutions, pursuant to Title 16 Chapter 7 Section 6 of the Utah Corporate Law and the Company's By-Laws. Notice of the Special Meeting having been waived verbally by the Directors present at the Special Meeting, a quorum was found to be present sufficient to conduct business.

RECITALS

WHEREAS, The Company considered whether or not to increase the number of shares of its authorized common stock from 5 billion to 15 billion shares. The Company determined, in light of its present and future capital raising and acquisition plans, that it is a reasonable exercise of prudent business judgment under Utah law to adopt a resolution increasing the Company's authorized shares to 15 billion shares.

WHEREAS, The Company considered its current articles of incorporation and Utah Corporations Code 16-10a-1002. After consultation with counsel, and having found no requirement that the amendment would require shareholder approval, it was determined that the proposed amendment could be adopted by the Board of Directors.

WHEREFORE, THE COMPANY HEREBY RESOLVES:

(1) To file an amendment to its articles of incorporation with the Utah Secretary of State, particularly amending Article IV, to increase the number of its authorized shares to 15 billion shares of common stock as follows:

Article IV

The aggregate number of shares of common stock which the corporation shall have the authority to issue is fifteen billion shares of common stock at a par value of \$0.001 per share.

RESOLVED FURTHER, that counsel file Form 8-K notifying the SEC of the change, and to file same with Pacific Stock Transfer Company after received a conformed copy of the filed amendment from the Utah Secretary of State.

RESOLVED FURTHER, that the appropriate Officers of the Company be, and they hereby are, authorized and empowered to execute such documents, take such steps and perform such acts as, in their judgment, may be necessary or convenient in carrying out the foregoing resolutions consistent with the Company's By Laws, including placing this Resolution in the appropriate Books and Records of the Company, and that any such documents executed or acts taken by them shall be conclusive evidence of authority in so doing.

IN WITNESS WHEREOF, the undersigned have executed this Resolution as of date first written above.

ALL DIRECTORS OF MARIJUANA COMPANY OF AMERICA, INC.

/s/Jesus Quintero

JESUS QUINTERO, DIRECTOR, CHAIRMAN

/s/Themistocles Psomiadis

THEMISTOCLES PSOMIADIS, DIRECTOR

/s/Edward Manolos

EDWARD MANOLOS, DIRECTOR