
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, DC 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): July 12, 2019

ORBITAL TRACKING CORP.

(Exact name of the registrant as specified in its charter)

Nevada

(State or other jurisdiction
of incorporation)

00-25097

(Commission
File Number)

65-0783722

(IRS Employer
Identification No.)

18851 N.E. 29th Ave., Suite 700, Aventura, FL 33180
(Address of principal executive offices) (Zip code)

Registrant's telephone number, including area code: (305) 560-5355

N/A
(Former name or address if changed since last report)

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 (see General Instruction A.2 below):

- 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)).

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

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
N/A	N/A	N/A

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

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.

Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On July 12, 2019, Orbital Tracking Corp. (the “Company”) filed a Certificate of Withdrawal of Certificate of Designations (the “Series A Certificate”) for the Company’s Series A preferred stock, pursuant to which the Series A preferred stock was cancelled.

Also on July 12, 2019, the Company filed a Certificate of Withdrawal of Certificate of Designations (the “Series B Certificate”) for the Company’s Series B preferred stock, pursuant to which the Series B preferred stock was cancelled.

Also on July 12, 2019, the Company filed a Certificate of Withdrawal of Certificate of Designations (the “Series C Certificate”) for the Company’s Series C preferred stock, pursuant to which the Series C preferred stock was cancelled.

Also on July 12, 2019, the Company filed a Certificate of Withdrawal of Certificate of Designations (the “Series D Certificate”) for the Company’s Series D preferred stock, pursuant to which the Series D preferred stock was cancelled.

Also on July 12, 2019, the Company filed a Certificate of Withdrawal of Certificate of Designations (the “Series F Certificate”) for the Company’s Series F preferred stock, pursuant to which the Series F preferred stock was cancelled.

Also on July 12, 2019, the Company filed a Certificate of Withdrawal of Certificate of Designations (the “Series G Certificate”) for the Company’s Series G preferred stock, pursuant to which the Series G preferred stock was cancelled.

Also on July 12, 2019, the Company filed a Certificate of Withdrawal of Certificate of Designations (the “Series H Certificate”) for the Company’s Series H preferred stock, pursuant to which the Series H preferred stock was cancelled.

Also on July 12, 2019, the Company filed a Certificate of Withdrawal of Certificate of Designations (the “Series J Certificate”) for the Company’s Series J preferred stock, pursuant to which the Series J preferred stock was cancelled.

On July 18, 2019, the Company filed a Certificate of Withdrawal of Certificate of Designations (the “Series E Certificate”) for the Company’s Series E preferred stock, pursuant to which the Series E preferred stock was cancelled.

Also on July 18, 2019, the Company filed a Certificate of Withdrawal of Certificate of Designations (the “Series I Certificate”) for the Company’s Series I preferred stock, pursuant to which the Series I preferred stock was cancelled.

Also on July 18, 2019, the Company filed a Certificate of Withdrawal of Certificate of Designations (the “Series L Certificate”) for the Company’s Series L preferred stock, pursuant to which the Series L preferred stock was cancelled.

The foregoing description of the Series A Certificate, Series B Certificate, Series C Certificate, Series D Certificate, Series F Certificate, Series G Certificate, Series H Certificate, Series E Certificate, the Series I Certificate and the Series L Certificate is qualified in its entirety by reference to the Series A Certificate, Series B Certificate, Series C Certificate, Series D Certificate, Series F Certificate, Series G Certificate, Series H Certificate, Series E Certificate, Series I Certificate and the Series L Certificate, which are filed as Exhibits 3.1, 3.2, 3.3, 3.4, 3.5, 3.6, 3.7, 3.8, 3.9, 3.10 and 3.11 hereto, respectively, and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

Exhibit No.	Description
3.1	<u>Certificate of Withdrawal of Certificate of Designations for Series A Preferred Stock.</u>
3.2	<u>Certificate of Withdrawal of Certificate of Designations for Series B Preferred Stock.</u>
3.3	<u>Certificate of Withdrawal of Certificate of Designations for Series C Preferred Stock.</u>
3.4	<u>Certificate of Withdrawal of Certificate of Designations for Series D Preferred Stock.</u>
3.5	<u>Certificate of Withdrawal of Certificate of Designations for Series F Preferred Stock.</u>
3.6	<u>Certificate of Withdrawal of Certificate of Designations for Series G Preferred Stock.</u>
3.7	<u>Certificate of Withdrawal of Certificate of Designations for Series H Preferred Stock.</u>
3.8	<u>Certificate of Withdrawal of Certificate of Designations for Series J Preferred Stock.</u>
3.9	<u>Certificate of Withdrawal of Certificate of Designations for Series E Preferred Stock.</u>
3.10	<u>Certificate of Withdrawal of Certificate of Designations for Series I Preferred Stock.</u>
3.11	<u>Certificate of Withdrawal of Certificate of Designations for Series L Preferred Stock.</u>

SIGNATURES

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

ORBITAL TRACKING CORP.

Date: July 24, 2019

By: /s/ David Phipps
David Phipps
President and Chief Executive Officer



BARBARA K. CEGAVSKE
Secretary of State
202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684-5708
Website: www.nvsos.gov

**Certificate of Withdrawal of
Certificate of Designation**
(PURSUANT TO NRS 78.1955(6))

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

**Certificate of Withdrawal of
Certificate of Designation
for Nevada Profit Corporations**
(Pursuant to NRS 78.1955(6))

1. Name of corporation:

ORBITAL TRACKING CORP.

2. Following is the resolution by the board of directors authorizing the withdrawal of Certificate of Designation establishing the classes or series of stock:

NOW THEREFORE, BE IT RESOLVED, that the elimination of each of the Series A convertible preferred stock, \$0.0001 par value (the "Series A Preferred Stock") is hereby approved, ratified, confirmed and adopted; and be it
FURTHER RESOLVED, that the Certificate of Withdrawal of Certificate of Designation for the Series A Preferred Stock, effecting the elimination of the Series A Preferred Stock, be, and it hereby is, approved, ratified, confirmed and adopted.

3. No shares of the class or series of stock being withdrawn are outstanding.

4. Signature: (required)

X /s/ Theresa Carlise

Signature of Officer

Filing Fee: \$175.00

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.

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Nevada Secretary of State Withdrawal of Designation
Revised: 1-5-15



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2. Following is the resolution by the board of directors authorizing the withdrawal of Certificate of Designation establishing the classes or series of stock:

NOW THEREFORE, BE IT RESOLVED, that the elimination of each of the Series B convertible preferred stock, \$0.0001 par value (the "Series B Preferred Stock") is hereby approved, ratified, confirmed and adopted; and be it

FURTHER RESOLVED, that the Certificate of Withdrawal of Certificate of Designation for the Series B Preferred Stock, effecting the elimination of the Series B Preferred Stock, be, and it hereby is, approved, ratified, confirmed and adopted.

3. No shares of the class or series of stock being withdrawn are outstanding.

4. Signature: (required)

X /s/ Theresa Carlise

Signature of Officer

Filing Fee: \$175.00

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2. Following is the resolution by the board of directors authorizing the withdrawal of Certificate of Designation establishing the classes or series of stock:

NOW THEREFORE, BE IT RESOLVED, that the elimination of each of the Series C convertible preferred stock, \$0.0001 par value (the "Series C Preferred Stock") is hereby approved, ratified, confirmed and adopted; and be it FURTHER RESOLVED, that the Certificate of Withdrawal of Certificate of Designation for the Series C Preferred Stock, effecting the elimination of the Series C Preferred Stock, be, and it hereby is, approved, ratified, confirmed and adopted.

3. No shares of the class or series of stock being withdrawn are outstanding.

4. Signature: (required)

X /s/ Theresa Carlise

Signature of Officer

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2. Following is the resolution by the board of directors authorizing the withdrawal of Certificate of Designation establishing the classes or series of stock:

NOW THEREFORE, BE IT RESOLVED, that the elimination of each of the Series D convertible preferred stock, \$0.0001 par value (the "Series D Preferred Stock") is hereby approved, ratified, confirmed and adopted; and be it FURTHER RESOLVED, that the Certificate of Withdrawal of Certificate of Designation for the Series D Preferred Stock, effecting the elimination of the Series D Preferred Stock, be, and it hereby is, approved, ratified, confirmed and adopted.

3. No shares of the class or series of stock being withdrawn are outstanding.

4. Signature: (required)

X /s/ Theresa Carlise

Signature of Officer

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2. Following is the resolution by the board of directors authorizing the withdrawal of Certificate of Designation establishing the classes or series of stock:

NOW THEREFORE, BE IT RESOLVED, that the elimination of each of the Series F convertible preferred stock, \$0.0001 par value (the "Series F Preferred Stock") is hereby approved, ratified, confirmed and adopted; and be it FURTHER RESOLVED, that the Certificate of Withdrawal of Certificate of Designation for the Series F Preferred Stock, effecting the elimination of the Series F Preferred Stock, be, and it hereby is, approved, ratified, confirmed and adopted.

3. No shares of the class or series of stock being withdrawn are outstanding.

4. Signature: (required)

X /s/ Theresa Carlise

Signature of Officer

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2. Following is the resolution by the board of directors authorizing the withdrawal of Certificate of Designation establishing the classes or series of stock:

NOW THEREFORE, BE IT RESOLVED, that the elimination of each of the Series G convertible preferred stock, \$0.0001 par value (the "Series G Preferred Stock") is hereby approved, ratified, confirmed and adopted; and be it FURTHER RESOLVED, that the Certificate of Withdrawal of Certificate of Designation for the Series G Preferred Stock, effecting the elimination of the Series G Preferred Stock, be, and it hereby is, approved, ratified, confirmed and adopted.

3. No shares of the class or series of stock being withdrawn are outstanding.

4. Signature: (required)

X /s/ Theresa Carlise

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2. Following is the resolution by the board of directors authorizing the withdrawal of Certificate of Designation establishing the classes or series of stock:

NOW THEREFORE, BE IT RESOLVED, that the elimination of each of the Series H convertible preferred stock, \$0.0001 par value (the "Series H Preferred Stock") is hereby approved, ratified, confirmed and adopted; and be it

FURTHER RESOLVED, that the Certificate of Withdrawal of Certificate of Designation for the Series H Preferred Stock, effecting the elimination of the Series H Preferred Stock, be, and it hereby is, approved, ratified, confirmed and adopted.

3. No shares of the class or series of stock being withdrawn are outstanding.

4. Signature: (required)

X /s/ Theresa Carlise

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2. Following is the resolution by the board of directors authorizing the withdrawal of Certificate of Designation establishing the classes or series of stock:

NOW THEREFORE, BE IT RESOLVED, that the elimination of each of the Series J convertible preferred stock, \$0.0001 par value (the "Series J Preferred Stock") is hereby approved, ratified, confirmed and adopted; and be it FURTHER RESOLVED, that the Certificate of Withdrawal of Certificate of Designation for the Series J Preferred Stock, effecting the elimination of the Series J Preferred Stock, be, and it hereby is, approved, ratified, confirmed and adopted.

3. No shares of the class or series of stock being withdrawn are outstanding.

4. Signature: (required)

X /s/ Theresa Carlise

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2. Following is the resolution by the board of directors authorizing the withdrawal of Certificate of Designation establishing the classes or series of stock:

NOW THEREFORE, BE IT RESOLVED, that the elimination of each of the Series E convertible preferred stock, \$0.0001 par value (the "Series E Preferred Stock") is hereby approved, ratified, confirmed and adopted; and be it FURTHER RESOLVED, that the Certificate of Withdrawal of Certificate of Designation for the Series E Preferred Stock, effecting the elimination of the Series E Preferred Stock, be, and it hereby is, approved, ratified, confirmed and adopted.

3. No shares of the class or series of stock being withdrawn are outstanding.

4. Signature: (required)

X /s/ Theresa Carlise

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2. Following is the resolution by the board of directors authorizing the withdrawal of Certificate of Designation establishing the classes or series of stock:

NOW THEREFORE, BE IT RESOLVED, that the elimination of each of the Series I convertible preferred stock, \$0.0001 par value (the "Series I Preferred Stock") is hereby approved, ratified, confirmed and adopted; and be it FURTHER RESOLVED, that the Certificate of Withdrawal of Certificate of Designation for the Series I Preferred Stock, effecting the elimination of the Series I Preferred Stock, be, and it hereby is, approved, ratified, confirmed and adopted.

3. No shares of the class or series of stock being withdrawn are outstanding.

4. Signature: (required)

X /s/ Theresa Carlise

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2. Following is the resolution by the board of directors authorizing the withdrawal of Certificate of Designation establishing the classes or series of stock:

NOW THEREFORE, BE IT RESOLVED, that the elimination of each of the Series L convertible preferred stock, \$0.0001 par value (the "Series L Preferred Stock") is hereby approved, ratified, confirmed and adopted; and be it FURTHER RESOLVED, that the Certificate of Withdrawal of Certificate of Designation for the Series L Preferred Stock, effecting the elimination of the Series L Preferred Stock, be, and it hereby is, approved, ratified, confirmed and adopted.

3. No shares of the class or series of stock being withdrawn are outstanding.

4. Signature: (required)

X /s/ Theresa Carlise

Signature of Officer

Filing Fee: \$175.00

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