
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): October 3, 2016

TERRA TECH CORP.

(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction of
incorporation)

000-54258
(Commission File Number)

26-3062661
(IRS Employer Identification No.)

4700 Von Karman, Suite 110
Newport Beach, California 92660
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(855) 447-6967**

Not Applicable
(Former name or former 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:

- 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))
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Section 5 – Corporate Governance and Management

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

On October 3, 2016, Terra Tech Corp. (the “Company”) filed a Certificate of Amendment to the Certificate of Designation of the Company’s Series B Preferred Stock (the “Series B Certificate”) with the Secretary of State of the State of Nevada to increase the number of authorized shares of Series B Preferred Stock to 41,000,000 shares.

On October 4, 2016, the Company filed Certificates of Withdrawal of each of the Certificates of Designation of the Company’s Series G Preferred Stock, Series N Preferred Stock, Series Q Preferred Stock, and Series Z Preferred Stock (collectively, with the Series B Certificate, the “Certificates”) with the Secretary of State of the State of Nevada to terminate the Company’s Series G Preferred Stock, Series N Preferred Stock, Series Q Preferred Stock, and Series Z Preferred Stock.

Copies of the Certificates are attached to this Current Report on Form 8-K (the “Report”) as Exhibits 3.9 to 3.13.

The foregoing description of the Certificates is a summary and is qualified in its entirety by reference to the provisions of the Certificates filed as Exhibits 3.9 to 3.13 to this Report, which are incorporated by reference herein.

Section 9 – Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
3.9*	Certificate of Amendment to Certificate of Designation of Series B Preferred Stock, dated October 3, 2016
3.10*	Certificate of Withdrawal of Certificate of Designation of Series G Preferred Stock, dated October 4, 2016
3.11*	Certificate of Withdrawal of Certificate of Designation of Series N Preferred Stock, dated October 4, 2016
3.12*	Certificate of Withdrawal of Certificate of Designation of Series Q Preferred Stock, dated October 4, 2016
3.13*	Certificate of Withdrawal of Certificate of Designation of Series Z Preferred Stock, dated October 4, 2016

* 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.

TERRA TECH CORP.

Date: October 6, 2016

By: /s/ Derek Peterson
Derek Peterson
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



150303

**Amendment to
 Certificate of Designation
 After Issuance of Class or Series**
 (PURSUANT TO NRS 78.1955)

Filed in the office of <i>Barbara K. Cegavske</i> Barbara K. Cegavske Secretary of State State of Nevada	Document Number 20160437222-89 Filing Date and Time 10/03/2016 11:40 AM Entry Number E0473022008-5
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USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

**Certificate of Amendment to Certificate of Designation
For Nevada Profit Corporations
 (Pursuant to NRS 78.1955 - After Issuance of Class or Series)**

1. Name of corporation:
 TERRA TECH CORP.


2. Stockholder approval pursuant to statute has been obtained.

3. The class or series of stock being amended:
 Series B Preferred Stock

4. By a resolution adopted by the board of directors, the certificate of designation is being amended as follows or the new class or series is:

Section 1 shall be amended to read:
Section 1. Designation and Amount. This series of Preferred Stock shall be comprised of Forty-one Million (41,000,000) shares and shall be designated as "Series B Preferred Stock." As used herein, the term "Series B Preferred Stock" shall refer to shares of the Corporation's Series B Preferred Stock, and the term "Common Stock" shall refer to the Corporation's Common Stock, \$0.001 par value per share. The Corporation shall from time to time in accordance with the laws of the State of Nevada increase the authorized amount of its Common Stock if at any time the number of shares of Common Stock remaining unissued and available for issuance shall not be sufficient to permit conversion of the Series B Preferred Stock.

5. Effective date of filing: (optional) _____
 (must not be later than 90 days after the certificate is filed)

6. Signature: (required)

 X _____
 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.

Nevada Secretary of State NRS Amend Designation - After Revised: 1-5-15



150403



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))

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

1. Name of corporation:

TERRA TECH 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:

RESOLVED, that the Certificate of Designation for this corporation's Series G Preferred Stock is hereby withdrawn, such that the existence of this series of preferred stock shall be terminated, and all authorized shares hereof shall no longer be so authorized and shall be added to and become undesignated shares of the Company's class of Preferred Stock.

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

4. Signature: (required)

X

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.

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



150403



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Secretary of State
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Carson City, Nevada 89701-4201
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**Certificate of Withdrawal of
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(PURSUANT TO NRS 73.1955(6))

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

1. Name of corporation:

TERRA TECH 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:

RESOLVED, that the Certificate of Designation for this corporation's Series N Preferred Stock is hereby withdrawn, such that the existence of this series of preferred stock shall be terminated, and all authorized shares hereof shall no longer be so authorized and shall be added to and become undesignated shares of the Company's class of Preferred Stock.

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

4. Signature: (required)

X

Signature of Officer

Filing Fee: \$175.00

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



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

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

1. Name of corporation:

TERRA TECH 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:

RESOLVED, that the Certificate of Designation for this corporation's Series Q Preferred Stock is hereby withdrawn, such that the existence of this series of preferred stock shall be terminated, and all authorized shares hereof shall no longer be so authorized and shall be added to and become undesignated shares of the Company's class of Preferred Stock.

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

4. Signature: (required)

X

Signature of Officer

Filing Fee: \$175.00

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Nevada Secretary of State Withdrawal of Designation
Revised: 1-6-15



150403



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Secretary of State
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Carson City, Nevada 89701-4201
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**Certificate of Withdrawal of
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**Certificate of Withdrawal of
Certificate of Designation
for Nevada Profit Corporations**
(Pursuant to NRS 78.1955(6))

1. Name of corporation:

TERRA TECH 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:

RESOLVED, that the Certificate of Designation for this corporation's Series Z Preferred Stock is hereby withdrawn, such that the existence of this series of preferred stock shall be terminated, and all authorized shares hereof shall no longer be so authorized and shall be added to and become undesignated shares of the Company's class of Preferred Stock.

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

4. Signature: (required)

X

Signature of Officer

Filing Fee: \$175.00

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