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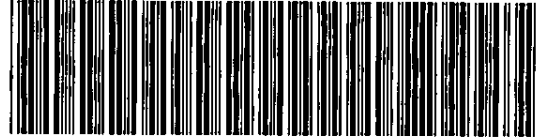
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(Business Entity Name)

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Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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*Amel/Restate*  
SEP 22 2016  
R. WHITE

FILED  
16 SEP 19 AM 11:43  
STATE OF FLORIDA  
TALLAHASSEE



PO Box 4815  
Winter Park, FL 32793-4815  
(407) 671-2782 (Office)  
[www.aquafiber.com](http://www.aquafiber.com)

September 6, 2016

Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

RE: Restated Amended and Restated Articles of Incorporation

To Whom It May Concern:

Please accept the enclosed documentation and payment for the Fourth Amended and Restated Articles of Incorporation of AquaFiber Technologies Corporation.

If you should have any questions regarding this documentation or need any further details, please do not hesitate to contact me at (407) 671-2782. Thank you.

Sincerely,

A handwritten signature in black ink that reads "Rebecca T. Burnett". The signature is written in a cursive, flowing style.

Rebecca T. Burnett  
Vice President of Business Operations/Treasurer

**FOURTH  
AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
AQUAFIBER TECHNOLOGIES CORPORATION**

FILED  
16 SEP 19 AM 11:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Sections 607.1006 and 607.1007 of the Florida Statutes, the undersigned Florida Corporation hereby adopts the following Fourth Amended and Restated Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation is **AQUAFIBER TECHNOLOGIES CORPORATION** (hereinafter referred to as the "Corporation").

**ARTICLE II - AMENDMENTS TO CURRENT AMENDED AND RESTATED  
ARTICLES OF INCORPORATION**

The Fourth Amended and Restated Articles of Incorporation of the Corporation contain amendments to the Third Amended and Restated Articles of Incorporation requiring shareholder approval.

**ARTICLE III - ADOPTION AND TEXT OF THE FOURTH AMENDED AND  
RESTATED ARTICLES OF INCORPORATION**

The directors of the Corporation approved a resolution recommending to the shareholders of the Corporation that they approve the Fourth Amended and Restated Articles of Incorporation in accordance with the provisions of Section 607.0821 of the Florida Statutes, and a majority of the shareholders entitled to vote of each class of outstanding shares of stock of the Corporation approved a resolution approving the Fourth Amended and Restated Articles of Incorporation by written consent prior to the date hereof, in accordance with the provisions of Section 607.0704 of the Florida Statutes. The following is a true and correct copy of the resolution approving the Fourth Amended and Restated Articles of Incorporation:

**RESOLVED**, that the Amended and Restated Articles of Incorporation of the Corporation be restated in their entirety to read as follows:

**"ARTICLE I - NAME OF CORPORATION**

The name of this Corporation is AquaFiber Technologies Corporation.

**ARTICLE II - PURPOSE**

The general purpose for which the Corporation is organized shall be

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ARTICLES OF INCORPORATION  
OF  
AQUAFIBER TECHNOLOGIES CORPORATION**

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**ARTICLE II - PURPOSE**

The general purpose for which the Corporation is organized shall be

to engage in any lawful acts or activities for which a corporation may be organized under Chapter 607 of Florida Statutes, as the same may be amended from time to time.

### ARTICLE III - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office at 660 Beachland Blvd, Suite 301, Vero Beach FL 32963 and mailing address of the Corporation is PO Box 4815, Winter Park, Florida 32793-4815.

### ARTICLE IV - CAPITAL STOCK

#### 1. Authorized Capital Stock.

(A) The maximum aggregate number of shares of common stock, par value of \$.000333 per share (the "Common Stock"), that this Corporation shall have authority to issue is 100,000,000 shares.

(B) The maximum aggregate number of shares of preferred stock, par value \$.000333 per share that this Corporation shall have authority to issue is 78,000,000 shares, all of which shall be designated as Series A Convertible Preferred Stock (the "Series A Preferred Stock").

(C) No fractional shares shall be issued.

(D) No shareholder of any stock of the Corporation shall have preemptive rights.

2. Rights and Preferences of Series A Preferred Stock. The powers, designations, preferences and relative, participating, optional or other special rights of the Series A Preferred Stock authorized hereunder, and the qualifications, limitations and restrictions of such preferences and rights, are as follows:

(A) Dividends. The holders of shares of Series A Preferred Stock shall be entitled to receive when, as and if declared by the Board, out of funds legally available therefor, dividends and other distributions payable in cash, property, stock (including shares of any class or series of the Corporation, whether or not shares of such class or series are already outstanding), or otherwise. No dividend or distribution shall be declared without the unanimous consent of the Board of Directors of the Corporation. Dividends declared on the Preferred Stock may differ from and may exceed dividends declared on the Common Stock; provided, however, no dividend or distribution shall be paid on any Common Stock at a rate that is greater than the rate at which dividends or distributions are paid on the Series A Preferred Stock (based on the number of shares of Common Stock into which the Series A

(iii) Valid Issuance. All shares of Common Stock which may be issued upon conversion of the shares of Series A Preferred Stock will upon issuance by the Corporation be duly and validly issued, fully paid and non-assessable and free from all taxes, liens and charges with respect to the issuance thereof; and the Corporation shall take no action which will cause a contrary result (including without limitation, any action which would cause the Conversion Price to be less than the par value, if any, of the Common Stock).

(iv) Fractional Shares: Dividends. No fractional shares shall be issued upon conversion of Series A Preferred Stock into Common Stock and no payment or adjustment shall be made upon any conversion on account of any cash dividends on the Common Stock issued upon such conversion. At the time of each conversion and subject to the ability of the Corporation to pay dividends in the Corporation's stock, the Corporation shall pay in cash an amount equal to all dividends accrued and unpaid on the shares of Series A Preferred Stock surrendered for conversion to the date upon which such conversion is deemed to take place. If any fractional share of Common Stock would, except for the provisions of the first sentence of this subsection (iv), be delivered upon such conversion, the Corporation, in lieu of delivering such fractional share, shall pay to the holder surrendering the Series A Preferred Stock for conversion an amount in cash equal to the current market price of such fractional share as determined in good faith by the Board of Directors of the Corporation.

(v) Stock to be Reserved. The Corporation will at all times reserve and keep available out of its authorized Common Stock solely for the purpose of issuance upon the conversion of Series A Preferred Stock as herein provided, such number of shares of Common Stock as shall then be issuable upon the conversion of all outstanding shares of Series A Preferred Stock. The Corporation covenants that all shares of Common Stock which shall be so issued shall be duly and validly issued and fully paid and non-assessable and free from all taxes, liens and charges with respect to the issue thereof. The Corporation will take all such action as may be necessary to assure that all such shares of Common Stock may be so issued without violation of any applicable law or regulation, or of any requirement of any national securities exchange upon which the Common Stock may be listed. The Corporation will not take any action which results in any adjustment of the Conversion Rate if the total number of shares of Common Stock issued and issuable after such action upon conversion of the Series A Preferred Stock would exceed the total number of shares then authorized by the Fourth Amended and Restated Articles of Incorporation.

(vi) Issue Tax. The issuance of certificates for shares of Common Stock upon conversion of Series A Preferred Stock shall

be made without charge to the holders thereof for any issuance tax in respect thereof, provided that the Corporation shall not be required to pay any tax which may be payable in respect of any transfer involved in the issuance and delivery of any certificate in a name other than that of the holder of the Series A Preferred Stock which is being converted.

(vii) Closing of Books. The Corporation will at no time close its transfer books against the transfer of any Series A Preferred Stock or of any shares of Common Stock issued or issuable upon the conversion of any shares of Series A Preferred Stock in any manner which interferes with the timely conversion of such Series A Preferred Stock, except as may otherwise be required to comply with applicable securities laws.

(E) No Preemptive Rights. No holder of the Capital Stock shall be entitled as of right to subscribe for, purchase or receive any part of any new or additional shares of any class, whether now or hereinafter authorized, or of bonds or debentures, or other evidences of indebtedness convertible into or exchangeable for shares of any class, but all such new or additional shares of any class or bonds or debentures, or other evidences of indebtedness convertible into or exchangeable for shares may be issued and disposed of by the Board of Directors on such terms and for such consideration (to the extent permitted by law), and to such person or persons as the Board of Directors in their absolute discretion may deem advisable.

#### ARTICLE V – REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of this Corporation in the State of Florida shall be 660 Beachland Boulevard, #301, Vero Beach, Florida 32963-1708. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the registered agent of this Corporation at that address is Ronald L. Edwards. The Board of Directors may from time to time designate a new registered agent.

#### ARTICLE VI - BOARD OF DIRECTORS

A. The number of directors of this Corporation shall be not less than five (5) nor more than fifteen (15).

B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).

C. Members of the Board of Directors shall hold office for the next year or until their successors are elected or appointed and have qualified.

#### ARTICLE VII - DATE OF EXISTENCE

This Corporation shall exist perpetually.

#### ARTICLE VIII - INDEMNIFICATION

The Corporation shall, to the fullest extent permitted by the laws of Florida, including, but not limited to, the Florida Business Corporation Act, as the same may be amended and supplemented from time to time, indemnify any and all directors and officers of the Corporation and may, in the discretion of the Board of Directors of the Corporation, indemnify any and all other persons whom it shall have power to indemnify under said Section or otherwise under Florida law, from and against any and all of the liabilities, expenses or other matters referred to or covered by said Section. The indemnification provisions contained in the Florida Business Corporation Act shall not be deemed exclusive of any other rights of which those indemnified may be entitled under any bylaw, agreement, resolution of shareholders or disinterested directors, or otherwise. No provision of these Fourth Amended and Restated Articles of Incorporation is intended by the Corporation to be construed as limiting, prohibiting, denying or abrogating any of the general or specific powers or rights conferred under the Florida Business Corporation Act upon the Corporation, upon its shareholders, bondholders and security holders, or upon its directors, officers and other corporate personnel, including, in particular, the power of the Corporation to furnish indemnification to directors, officers, employees and agents (and their heirs, executors and administrators) in the capacities defined and prescribed by the Florida Business Corporation Act and the defined and prescribed rights of said persons to indemnification as the same are conferred under the Florida Business Corporation Act."

#### ARTICLE IV - EFFECTIVE DATE OF RESTATEMENT

The effective date of the Fourth Amended and Restated Articles of Incorporation of the Corporation set forth herein shall be the date of filing these Fourth Amended and Restated Articles with the Secretary of State of the State of Florida.

Dated this 6 day of September 2016.

By: Ronald L Edwards  
Ronald L. Edwards  
Chief Executive Officer  
AquaFiber Technologies Corporation



### REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That AQUAFIBER TECHNOLOGIES CORPORATION, with its registered office, as indicated in the Fourth Amended and Restated Articles of Incorporation at 660 Beachland Boulevard, #301, Vero Beach, Florida 32963-1708, County of Indian River, State of Florida, has named Ronald L. Edwards located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

#### ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in foregoing Fourth Amended and Restated Articles of Incorporation, the undersigned hereby accepts such designation and appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties as registered agent, and is familiar with and accepts the obligations of Section 607.0505 of the Florida Statutes.

Dated: September 6, 2016

Ronald L Edwards  
Ronald L. Edwards