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Fax Number : (850) 617-6380

From:

Account Name : CHRISTOPHER K. CASWELL, P.A.
Account Number : 105205003431
Phone : (941) 366-7727
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COR AMND/RESTATE/CORRECT OR O/D RESIGN

TULI DESIGN, INC.

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Dec. 8. 2008 9:19AM CaswellPA

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF**

2008 DEC -8 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Tuli Design, Inc.

FIRST: The following Amended and Restated Articles of Incorporation of Tuli Design, Inc. replace in full the original Articles of Incorporation filed with the Secretary of State of Florida on February 26, 1990.

ARTICLE 1. - NAME

The name of this corporation is Tuli Design, Inc.

ARTICLE 2. - PRINCIPAL OFFICE; MAILING ADDRESS

The principal office of the corporation is 454 Partridge Circle, Sarasota, FL 34236 and the mailing address of the corporation is c/o Rockaway Glen Golf - 3290 9th St. South, St. Catharines ONTARIO Canada. The corporation may change its principal office and/or mailing address from time to time as permitted by law.

ARTICLE 3. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4. - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of voting common stock with a par value of \$1.00 (One Dollars and No Cents).

ARTICLE 5. - PREEMPTIVE RIGHTS

The holders of the common stock of the corporation shall not have preemptive rights to purchase additional shares.

ARTICLE 6. - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent and office of this corporation is Chris Caswell, 240 S. Pineapple Ave., Suite 802, Sarasota FL 34236.

ARTICLE 7. - INITIAL BOARD OF DIRECTORS

The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one.

ARTICLE 8. - INDEMNIFICATION

All officers and directors shall be indemnified by the corporation to the fullest extent permitted by law against all expenses and liabilities, including attorneys' fees reasonably incurred in connection with any threatened, pending or completed action, suit or proceeding or settlement thereof in which they may become involved as a party or otherwise by reason of holding such office. The corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

PREPARER: CHRIS CASWELL
240 S. PINEAPPLE AVE., SUITE 802
SARASOTA, FL 34236
941-366-7727
FLA. BAR NO. 0371211

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SECOND: The date of each amendment's adoption: December 8, 2008.

THIRD: Adoption of Amendment(s) (check one)

☐ The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The number of votes cast for the amendment(s) was/were sufficient for approval by the following voting group:
N/A

Signed this 9th day of December, 2008

Tuli Design, Inc.

By: 
Bruce Strongman, President

(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders, or a director or incorporator if adopted by the directors or incorporators)

ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR

Tuli Design, Inc.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, I hereby acknowledge and accept the appointment and agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: December 8, 2008


Chris Caswell, Attorney

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