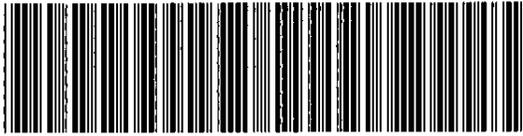


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*Amended and  
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RESTATED AND AMENDED  
ARTICLES OF INCORPORATION  
OF PADDLE ADDICT, INC.

Pursuant to the provisions of § 617.1007, Fla. Stat., Paddle Addict, Inc., a Florida not-for-profit corporation whose original articles of incorporation were filed by the Florida Department of State on November 28, 2011, by resolution duly adopted by the majority of its board of directors adopts the following Restated and Amended Articles of Incorporation.

Paddle Addict, Inc. hereby certifies that this Restatement includes Amendments that do not require member approval because the corporation has no members and further that the Restated and Amended Articles of Incorporation were adopted by a majority of the board of directors. These Restated and Amended Articles of incorporation supersede the original articles of incorporation and all amendments to them.

**Article I**

The name of the corporation is: PADDLE ADDICT, INC.

**Article II**

The principal place of business address:

700 Central Avenue, Suite 500  
St. Petersburg, FL 33702

The mailing address of the corporation is:

700 Central Avenue, Suite 500  
St. Petersburg, FL 33702

**Article III - AMENDED**

The specific purpose for which this corporation is organized is:

This corporation is organized exclusively for charitable and educational purposes under Section 501(c)(3) of the Internal Revenue Code of 1986as amended, or the corresponding section of any future federal tax code

Notwithstanding any other provision of these articles of incorporation, the corporation shall not, except to an insubstantial degree, further any specified purpose other than those described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

**Article IV**

The manner in which directors are elected or appointed is as provided for in the bylaws.

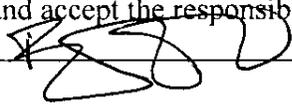
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**Article V**

The name and Florida street address of the registered agent is:

Bruce Denson  
700 Central Avenue, Suite 500  
St. Petersburg, FL 33702

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature:  \_\_\_\_\_

**Article VI**

The name and address of the incorporator is:

Bruce Denson  
700 Central Avenue, Suite 500  
St. Petersburg, FL 33702

**Article VII**

The initial officer and/or directors of the corporation are:

Title: DPST  
Bruce Denson  
700 Central Avenue, Suite 500  
St. Petersburg, FL 33702

Title: D  
Jon LaBudde  
1031 4th St. North  
St. Petersburg, FL 33701

Title: D  
Robert Savage  
100 S. Ashley Drive, Suite 1235  
Tampa, FL 33602

**Article VIII**

The effective date for this corporation shall be:

11/28/2011

**Article IX – Distribution Upon Dissolution - AMENDED**

Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purpose(s) within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

**Article X AMENDED.**

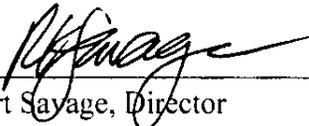
The Restated and Amended Articles of Incorporation only restate and integrate, and do not further amend the provisions of the corporation's articles of incorporation as previously amended or primarily restate and integrate the provisions of the corporation's articles of incorporation as previously amended, and also contain certain amendments, specifically designated as "Amended" which were adopted pursuant to § 617.1007, Fla. Stat. There is no discrepancy between the corporation's articles of incorporation, as previously amended, and the provisions of these restated articles of incorporation other than the inclusion of amendments adopted pursuant to § 617.1007, Fla. Stat., and the omission of matters of historical interest.

In witness, the undersigned majority of the board of directors of the corporation have adopted and executed these Restated and Amended Articles of Incorporation on November 30, 2011.



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Bruce Denson, Secretary and Director  
Paddle Addict, Inc.



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Robert Savage, Director  
Paddle Addict, Inc.

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Jon LaBudde, Director  
Paddle Addict, Inc.