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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DEEDLY INC**

A Florida Not-For-Profit Corporation

WITNESSETH:

Deedly Inc, a not-for-profit corporation organized and existing under the laws of the State of Florida (the "Corporation"), hereby certifies as follows:

FIRST: The name of the Corporation is Deedly Inc. The original Articles of Incorporation were filed in the Secretary of State of the State of Florida on February 5, 2016, under the name Deedly Inc.

SECOND: There are no members of the Corporation to vote on the adoption of this Articles of Amendment.

THIRD: On February 5, 2016, these Articles of Amendment were duly adopted by Board of Directors of the Corporation in accordance with Section 617.1006 of the Not-For-Profit Corporation Act. These Articles of Amendment restate and amend the provisions of the Articles of Incorporation in their entirety.

FOURTH: The text of the Articles of Incorporation is hereby amended and restated in its entirety to read as follows:

ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of this Corporation is DEEDLY INC. The street address of the initial principal office and the mailing address of the Corporation are 2700 Bay Ave, Miami Beach, FL 33140.

ARTICLE II - NATURE OF CORPORATION

This is a not-for-profit Corporation, organized solely for general charitable purposes pursuant to the Florida Not-For-Profit Corporation Act as set forth in Florida Statutes Chapter 617.

ARTICLE III - PURPOSE

A. The Corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding provisions of any future federal tax laws.

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B. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.

C. Notwithstanding any other provision of these Articles of Amendment, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Code or by an organization contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE IV - DURATION

This Corporation is to exist perpetually.

ARTICLE V - MEMBERSHIP

The membership of the Corporation shall be open to all persons regardless of race, color, creed, sex or national origin. The qualifications for membership and the manner of admission to membership and removal therefrom shall be governed and regulated by the Bylaws of the Corporation which shall provide, among other things, that the Corporation has both voting members and non-voting members.

ARTICLE VI - NONSTOCK CORPORATION

This Corporation shall not have or issue shares of stock. However, the Corporation may have and issue membership certificates which shall state prominently on the face of such certificate that such certificates are not transferable and that the Corporation is a not-for-profit corporation.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this Corporation is:

Andrew Resnick
2700 Bay Ave
Miami, FL 33140

ARTICLE VIII - REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the Corporation is Andrew Resnick. The street address of the initial registered office of this Corporation is 2700 Bay Ave, Miami, FL 33140.

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religious or scientific purposes, which, at the time of such disposition, qualify as an exempt organization or organizations under Sections 501(c)(3) and 170(c)(2) of the Code or corresponding provisions of any prior or future Code or to the federal, state or local government exclusively for public purposes.


ARTICLE XIII - AMENDMENT TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by the voting members in accordance with the procedures set forth in Chapter 617 of the Florida Statutes, as amended. The Articles, however, pertaining to dissolution of the Corporation shall not be amended in such a way as to allow or cause any member (unless such member is exempt from taxation under Section 501(c)(3) of the Code), Director, or officer of the Corporation or any other person to share in any of the Corporation's assets. Any amendment to these Articles may not contain any provision which would be unlawful at the time of such amendment.


IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal this 24 day of February, 2016.



Andrew Resnick, Director



Serinda Swan, Director



James Resnick, Director

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