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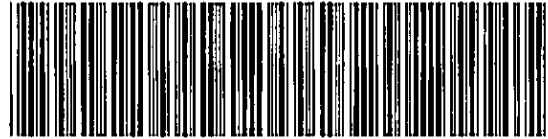
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2018 MAR 19 P 3:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 21 2018

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SENT BY USPS

Division of Corporations
Attention: Amendment Section
PO Box 6327
Tallahassee, FL 32314

March 16, 2018

RE: Amended Articles of Incorporation – Interplay Space, Inc.

To whom it may concern,

Enclosed is the *original* Amended Articles of Incorporation in the above referenced matter along with a check for the filing fee in the amount of \$35.00.

Please contact our office should you have any questions or concerns.

Sincerely,

A handwritten signature in cursive script that reads "Jamie Moore Marcario".

Jamie Moore Marcario, Esquire
Managing Attorney
Thrive Law, P.A.

Encl.: Amended Articles of Incorporation
Filing Fee Check #1088

Thrive Law, P.A.
a business law boutique
2260 5th Avenue South,
Suite 1 & 2
St. Petersburg, FL 33712

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**AMENDED ARTICLES OF INCORPORATION
FOR INTERPLAY SPACE, INC.
A FLORIDA NON-PROFIT CORPORATION**

I, the Incorporator, a natural person age 18 years or older, adopt these Amended Articles of Incorporation to form a nonprofit corporation under the Department of State, Florida Division of Corporations.

ARTICLE I: NAME

The name of the nonprofit corporation is Interplay Space, Inc.

ARTICLE II: REGISTERED AGENT AND OFFICE

The name of the initial registered agent and registered office in the State of Florida are:

Thrive Law, PA
2260 Fifth Avenue South, Suite 1
Saint Petersburg, Florida 33712

ARTICLE III: NAME AND ADDRESS OF THE INCORPORATOR

The name and residence of the Incorporator is:

Name:	Address:
Dana Alesia Warner	8116 Turkey Hill Court Tampa, Florida 33647

ARTICLE IV: DURATION

The nonprofit corporation's duration is perpetual.

ARTICLE V: PURPOSES

The nonprofit corporation is organized and will be operated exclusively for general charitable purposes as set forth in Internal Revenue Code Section 501(c)(3) including, for these purposes, making distributions to organizations that qualify as exempt organizations under Internal Revenue Code Section 501(c)(3).

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ARTICLE VI: DISSOLUTION

When the nonprofit corporation dissolves, the Board of Directors will, after paying or making provision for the payment of all liabilities of the corporation, distribute all corporation assets to one or more organizations organized and operated exclusively for charitable purposes that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3).

If any assets are not distributed under the preceding paragraph, the court of appropriate jurisdiction for the county in which the principal office of the corporation is then located, will dispose of those assets exclusively for charitable purposes or to one or more organizations that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3), as the court determines.

ARTICLE VII: RESTRICTIONS

No part of the net earnings or assets of the nonprofit corporation will inure to the benefit of, or be distributable to, its directors, officers or any other private persons. But the nonprofit corporation may pay reasonable compensation for services provided and make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation.

No part of the activities of the nonprofit corporation may include propagandizing or influencing legislation as defined in Internal Revenue Code Section 4945. The nonprofit corporation may not participate in or intervene in (including the publishing or distributions of statements) any political campaign on behalf of any candidate for public office.

The nonprofit corporation may not exercise any power or engage directly or indirectly in any activity that would invalidate its status as a corporation exempt from federal income taxation:

- as a corporation exempt from federal tax under Internal Revenue Code Section 501(c)(3);

- as a corporation contribution to which are deductible under Internal Revenue Code Section 170(c)(2); or

- as a nonprofit corporation organized under the laws of State of Florida.

The nonprofit corporation must distribute its income for each tax year at a time and in a manner to avoid the tax on undistributed income imposed by Internal Revenue Code Section 4942. Furthermore, the nonprofit corporation must not:

- engage in any act of self-dealing as defined in of the Internal Revenue Code Section 4941(d);

- retain any excess business holdings as defined in of the Internal Revenue Code Section 4943(c);

- make any investments in a manner that would subject it to tax under of the Internal Revenue Code Section 4944; or

make any taxable expenditures as defined in of the Internal Revenue Code Section 4945(d).

ARTICLE VIII: BOARD OF DIRECTORS

The nonprofit corporation is organized on a non-stock basis and will have no members. The Board of Directors will have authority for all affairs of the nonprofit corporation and may exercise all powers of the nonprofit corporation as permitted by federal law, state law, and the Articles of Incorporation and Bylaws of the nonprofit corporation as in effect from time to time.

The number of directors to constitute the first Board of Directors is four (4). After this initial Board of Directors is organized, it may change the number of directors in the manner provided in the Bylaws and consistent~~ent~~ with the laws of the State of Florida.

The initial members of the Board of Directors are:

Title: Executive Director
Dana Warner
8116 Turkey Hill Court
Tampa, FL 33647

Title: President
Debonique Grigsby
4230 Gauge Line Loop
Tampa, Florida 33624

Title: Secretary
Christine Millar
1005 N. Bask Drive
Tampa, Florida 33603

Title: Treasurer
Tara Hatfield
1804 W. Jetton Avenue
Tampa, Florida 33606

ARTICLE IX: BYLAWS

In furtherance and not in limitation of the powers conferred upon the Board of Directors by law, the Board of Directors shall adopt, amend, and repeal from time to time, the Bylaws of the nonprofit corporation.

ARTICLE X: AMENDMENTS

The nonprofit corporation may amend the Articles of Incorporation in the manner provided by the laws of the State of Florida. But no amendment may authorize the Board of Directors to conduct the affairs of the nonprofit corporation in any manner or for any purpose contrary to the provisions of the Internal Revenue Code Section 501(c)(3).

ARTICLE XI: MISCELLANEOUS


All general or specific references to the Internal Revenue Code are to the Internal Revenue Code of 1986 as now in force or later amended, or the corresponding provision of any future United States revenue law. Similarly, any general or specific references to the laws of the State of Florida are to the laws of the State of Florida as now in force or later amended.

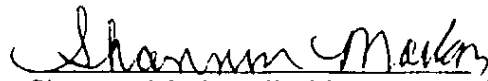
IN WITNESS WHEREOF, the Articles of Incorporation are signed on March 15, 2018.


Dana A. Warner

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this day, March 15, 2018, by DANA A. WARNER, as Incorporator, who is personally known to me.

[Seal]  SHANNON MORLAN
Notary Public - State of Florida
My Comm. Expires May 9, 2018
Commission # FF 106664
~~My commission expires May 9, 2018.~~


Shannon Morlan, Florida Notary Public
Thrive Law, PA
2260 Fifth Avenue South, Suite 1
Saint Petersburg, Florida 33712