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Division of Corporations
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
AAMPP NETWORK, INC.**

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R. WHITE

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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July 24, 2013

FLORIDA DEPARTMENT OF STATE
Division of Corporations

AAMPP NETWORK, INC.
4000 HOLLYWOOD BOULEVARD
SUITE 555 - SOUTH, #10
HOLLYWOOD, FL 33021

SUBJECT: AAMPP NETWORK, INC.
REF: P00000055564

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The following must be included in the document: 1) The date of each amendment(s) adoption; 2) One of the following statements: The amendment(s) was/were adopted by the shareholders. the number of votes cast by shareholders was/were sufficient for approval or the amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. or The amendment was/were adopted by the incorporators without shareholder action and shareholder action was not required; 3) The document must contain a signature by a director, president or other officer, the typed or printed name of the person signing and the title of the person signing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Rebekah White
Regulatory Specialist II

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
AAMPP NETWORK, INC.

FILED
13 JUL 24 AM 9:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 607.1006 and 607.1007 of the Business Corporation Act of the State of Florida, the undersigned, being the Chief Executive Officer of AAMPP NETWORK, INC. (the "Corporation"), a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida bearing Document #P00000055564 does hereby certify that:

Pursuant to Unanimous Joint Written Consent in Lieu of Meeting of the Board of Directors and Shareholders of said Corporation dated July 18, 2013, the entire Board of Directors and holders of all of the issued and outstanding capital stock of the Corporation authorized the Corporation to amend and restate its articles of incorporation as follows:

ARTICLE I

The name of this Corporation is:

AAMPP NETWORK, INC.

ARTICLE II

Offices for the transaction of any business of the Corporation, and where meetings of the Board of Directors and of Shareholders may be held, may be established and maintained in any part of the State of Florida, or in any other state, territory, or possession of the United States.

ARTICLE III

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida. This Corporation shall have perpetual existence.

ARTICLE IV

The maximum number of shares of stock which this Corporation shall be authorized to issue and have outstanding at any one time shall be one billion two hundred twenty five million (1,225,000,000) shares, of which (a) one billion (1,000,000,000) shares shall be Class A Common Stock having a par value of \$0.0001 per share, (b) one hundred twenty five million (125,000,000) shares shall be Class B Common Stock having a par value of \$0.0001 per share and (c) one hundred million (100,000,000) shares shall be Preferred Stock having a par value \$0.001 per share.

The Corporation shall be authorized and empowered to issue shares of one class or series of the Corporation's Capital Stock as dividends on shares of a different class or series of its Capital Stock.

Common Stock

Class A Common Stock and Class B Common Stock shall share, pari passu, in the assets of the Corporation available for distribution to holders of Common Stock; and shall be identical in all respects except as otherwise set forth below:

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Voting

The Class A Common Stock and Class B Common Stock shall vote as one voting group on all matters submitted to a vote of Common Stock holders.

The holders of Class A Common Stock shall be entitled to one (1) vote per share of Class A Common Stock on each matter submitted to a vote of holders of Common Stock.

The holders of Class B Common Stock shall be entitled to ten (10) votes per share of Class B Common Stock on each matter submitted to a vote of holders of Common Stock.

Liquidation, Dissolution, Etc.

Upon any liquidation, dissolution or winding up of the Corporation, immediately prior to any distribution of assets to holders of Class A Common Stock, each share of Class B Common Stock shall be automatically converted, without further consent or approval by the holders of Class B Common Stock, into an equal number of shares of Class A Common Stock, whereupon holders of Class A Common Stock and former Holders of Class B Common Stock shall rank pari passu upon any liquidation, dissolution or winding up of the Corporation.

Sale, Assignment, Etc.

No holder of shares of Class B Common Stock (a "Class B Holder") may sell, assign, pledge, transfer, convey or otherwise dispose of such shares (each, a "Disposition") without the prior written consent of holders of a majority of the then outstanding Class B Common Stock, not counting shares which are the subject of the Disposition (the "Other Class B Holders"), which consent may be provided or withheld for any reason (except that consent relating to a proposed Disposition for bona fide estate planning purposes shall not be unreasonably withheld provided that the original Class B Holder retains voting power of affected shares). Any other Disposition (an "Improper Disposition") shall be prohibited and shall cause, without the consent of or further action by the Class B Holder whose shares are the subject of the Improper Disposition (the "Affected Shares") (a) the automatic conversion of the Affected Shares into, and issuance to such Class B Holder of, an equal number of shares of Class A Common Stock, (b) the return of the Affected Shares to the status of authorized but unissued shares of Class B Common Stock and (c) the issuance to the Other Class B Holders, pro-rata to their ownership of Class B Common Stock, of a number shares of authorized but unissued shares of Class B Common Stock equal to the number of Affected Shares.

Death of Holder of Class B Common Stock

In the event of the death of a holder of Class B Common Stock (a "Decedent") (a) the Class B Common Stock owned by the Decedent on the date of death (the "Decedent's Stock") shall automatically, and without further action on the part of the Decedent or the Decedent's estate, be converted into an equal number of shares of Class A Common Stock, (b) the Decedent's Stock shall be cancelled and returned to the status of authorized but unissued shares of Class B Common Stock and (c) the Corporation shall issue to the holders of Class B Common Stock (other than the Decedent or the Decedent's estate), pro-rata to their ownership of Class B Common Stock, a number shares of authorized but unissued shares of Class B Common Stock equal to the number of shares of Decedent's Stock.

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Limitation on Issuance of Additional Class B Common Stock

The Board of Directors of the Corporation shall not authorize and the Corporation shall not issue shares of Class B Common Stock without the prior written consent of holders of a majority of the then outstanding shares of Class B Common Stock.

Exchange of Shares

Effective upon filing of these Amended and Restated Articles of Incorporation with the Secretary of State of the State of Florida, the 11,600,000 issued and outstanding shares of Common Stock on the date of such filing shall be exchanged on a pro-rata basis for an aggregate of 311,500,000 shares of Class A Common Stock and 116,000,000 shares of Class B Common Stock. Effective upon filing of these Amended and Restated Articles of Incorporation with the Secretary of State of the State of Florida, all certificates theretofore evidencing shares of the Corporation's Common Stock shall thereafter evidence only the right to receive a pro-rata portion of Class A Common Stock and Class B Common Stock, as aforesaid.

Preferred Stock

The shares of Preferred Stock may be issued from time to time on one or more series. The Board of Directors of the Corporation is expressly authorized to provide for the issue of all or any of the shares of Preferred Stock in one or more series, and to fix the number of shares and to determine or alter for each such series, such voting powers, full or limited, or no voting powers, and such designations, preferences, and relative, participating, options, or other rights and such qualifications, limitations, or restrictions thereof, as shall be stated and expressed in the resolution or resolutions adopted by the Board of Directors providing for the issue of such shares (a "Preferred Stock Designation") and as may be permitted by the Business Corporation Law of the State of Florida. The Board of Directors is also expressly authorized to increase or decrease (but not below the number of shares of such series then outstanding) the number of shares of any series subsequent to the issue of shares of that series. In case the number of shares of any such series shall be so decreased, the shares constituting such decrease shall resume the status that they had prior to the adoption of the resolution originally fixing the number of shares of such series. Notwithstanding the foregoing, without the prior written consent of holders of a majority of the then outstanding shares of Class B Common Stock, no Preferred Stock Designation may provide for the issuance of shares of Preferred Stock (a) having voting rights at a rate of greater than one vote per share and/or (b) convertible into Class A Common Stock.

Designation of Series A Preferred Stock

Out of the one hundred million (100,000,000) authorized shares of Preferred Stock, par value \$.001 per share, of the Corporation, there is hereby created a series of Preferred Stock, par value \$.001 per share, consisting of one hundred thousand (100,000) shares:

A. **Designation.** There is hereby designated a series of Preferred Stock denominated as "Series A Redeemable Preferred Stock," consisting of one hundred thousand (100,000) shares, \$.001 par value per share, having the rights, powers, preferences, qualifications and limitations set forth below. Each share of Series A Preferred Stock shall have a stated value equal to one dollar (\$1.00) ("Stated Value")

B. **Liquidation Rights.** The holders of the Series A Preferred Stock shall have liquidation rights as follows:

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1. Payments. In the event of any liquidation, dissolution or winding up of the Corporation, holders of shares of Series A Preferred Stock shall be entitled to receive, out of legally available assets, a liquidation preference equal to 105% of the Stated Value of their shares, and no more, before any payment or distribution is made to the holders of the Corporation's common stock (the "Common Stock"); provided, however that the holders of Series A Preferred Stock will not be entitled to receive the liquidation preference until the liquidation preferences of any series or class of the Corporation's stock hereafter issued that ranks senior as to liquidation rights granted to holders of the Series A Preferred Stock ("senior liquidation stock") has been paid in full. The holders of Series A Preferred Stock and all other series or classes of the Corporation's stock hereafter issued that rank on a parity as to liquidation rights with the Series A Preferred Stock are entitled to share ratably, in accordance with the respective preferential amounts payable on such stock, in any distribution (after payment of the liquidation preference of the senior liquidation stock) which is not sufficient to pay in full the aggregate of the amounts payable thereon. After payment in full of the liquidation preference of the shares of Series A Preferred Stock, the holders of such shares will not be entitled to any further participation in any distribution of assets by the Corporation.

2. Company Action. Neither a consolidation, merger or other business combination of the Corporation with or into another corporation or other entity, nor a sale or transfer of all or part of the Corporation's assets for cash, securities or other property will be considered a liquidation, dissolution or winding upon the Corporation.

C. Dividend Rights. Holders of Series A Preferred Stock shall have the following dividend rights:

1. Dividend. The holders of outstanding shares of Series A Preferred Stock (collectively, the "Holders" and each, a "Holder") shall be entitled to receive preferential dividends at the rate of ten percent (10%) on the Stated Value of their shares held on the determination date, out of any funds of the Corporation legally available under all applicable law for such purpose, but before any dividend or other distribution will be paid or declared and set apart for payment on any shares of any Junior Stock (defined below). Such dividends shall not be compounded, but shall accumulate commencing two (2) years following the date of original issuance of the Series A Preferred Stock, and shall be payable in arrears, annually, on the last day of each calendar year thereafter, when, as and if declared by the Board of Directors, out of funds legally available therefore (provided that if the last day of a calendar year is a Saturday, Sunday or legal holiday in New York, NY, then such dividend shall be payable, without interest for such additional day(s), on the next day that is not a Saturday, Sunday or legal holiday). Dividends must be delivered to the Holders not later than five (5) business days after each specified dividend payment date. At the Corporation's option in its sole and absolute discretion, such dividend payments may be made in (i) shares of Class A Common Stock having a value determined in good faith by the Board of Directors equal to 100% of the cash dividend otherwise payable, or (ii) a combination of cash and shares of Class A Common Stock (determined as aforesaid). The issuance of such shares of Class A Common Stock shall constitute full payment of such dividends or such portion of such dividends payable in shares of Class A Common Stock, as the case may be.

2. Dividend Cumulative. The dividends on the Series A Preferred Stock at the rates provided above shall be cumulative whether or not declared so that, if at any time full cumulative dividends at the rate aforesaid on all shares of the Series A Preferred Stock then outstanding from the date from and after which dividends thereon are cumulative to the end of the annual dividend period next preceding such time shall not have been paid or declared and set apart for payment, or if the full dividend on all such outstanding Series A Preferred Stock for the then current dividend period shall not have been paid or declared and set apart for payment, the amount of the deficiency shall be paid or declared and set apart for payment before any sum shall be set apart for or applied by the Corporation or a subsidiary of the Corporation to the purchase, redemption or other acquisition of the Series A

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Preferred Stock or any shares of any other class of stock ranking on a parity with the Series A Preferred Stock and before any dividend or other distribution shall be paid or declared and set apart for payment on any Junior Stock and before any sum shall be set aside for or applied to the purchase, redemption or other acquisition of any Junior Stock. For purposes hereof, "Junior Stock" shall mean any class or series of the Corporation's Preferred Stock that does not by its terms rank senior or on a parity with the Series A Preferred Stock as to the payment of dividends.

D. Redemption of Series A Preferred Stock.

1. Redemption by the Corporation. At any time following issuance of the Series A Preferred Stock, the Corporation shall have the right but not the obligation, without the consent of or further action by holders of the Series A Preferred Stock, to redeem all or a portion of the outstanding Series A Preferred Stock, upon payment to the Holders thereof of an amount equal to the sum of (a) all accrued but unpaid interest on the Series A Preferred Stock to be redeemed, plus (b) (i) an amount equal to 120% of the Stated Value of the Series A Preferred Stock to be so redeemed if redemption occurs during the two year period following the date of issuance of the Series A Preferred Stock or (ii) an amount equal to 110% of the Stated Value of the Series A Preferred Stock to be so redeemed if redemption occurs after the second anniversary of the date of issuance of the Series A Preferred Stock (the "Redemption Price"). Any redemption of less than all of the then outstanding Series A Preferred Stock shall be made pro-rata among all Holders. In order to redeem the Series A Preferred Stock, the Corporation shall provide written notice to each Holder of Series A Preferred Stock of the Corporation's intention to redeem the Series A Preferred Stock (the "Redemption Notice"). The Redemption Notice shall include the date upon which such redemption shall occur (the "Effective Date") and directions for the delivery of the Series A Preferred Stock to the Corporation and for payment of the corresponding Redemption Price. On the Effective Date and subject to payment of the Redemption Price to the Holders of Series A Preferred Stock, the Series A Preferred Stock so redeemed shall thereupon cease to be outstanding (irrespective of the return to the Corporation of any certificate that may evidence the Series A Preferred Stock so redeemed), and be returned to the status of authorized but unissued shares of Series A Preferred Stock.

2. Redemption by Majority Holders. At any time following the second anniversary of the date of issuance of the Series A Preferred Stock, Holders of a majority of the then outstanding Series A Preferred Stock ("Majority Holders") may demand that the Corporation redeem all, but not part, of the outstanding Series A Preferred Stock, at a redemption price equal to 100% of the Stated Value of the outstanding Series A Preferred Stock. In order to exercise their rights of redemption, the Majority Holders shall deliver written notice of their demand for redemption (the "Majority Holder Notice") to the Corporation no earlier than the second anniversary of the date of issuance of the Series A Preferred Stock. The Majority Holder Notice shall demand redemption of all but not part of the outstanding Series A Preferred Stock and specify a date for redemption, which shall be between 60 and 90 days following the date of the Majority Holder Notice.

E. Protective Provisions. So long as shares of Series A Preferred Stock are outstanding, the Corporation shall not, without first obtaining the approval (by voting or written consent, as provided by Florida law) of the Holders of at least a majority of the then outstanding shares of Series A Preferred Stock:

- Alter or change the rights, preferences or privileges of the shares of Series A Preferred Stock so as to affect adversely the holders of Series A Preferred Stock; or
- Do any act or thing not authorized or contemplated by this Designation which would result in taxation of the holders of shares of the Series A Preferred Stock under Section 305 of the Internal Revenue Code of 1986, as amended (or any

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comparable provision of the Internal Revenue Code as hereafter from time to time amended).

F. Preferences. Nothing contained herein shall be construed to prevent the Board of Directors of the Corporation from issuing one or more series of preferred stock with such preferences as may be determined by the Board of Directors in its sole discretion.

G. Amendments. Subject to Section E, above, the designation, number of shares of, and voting powers, designations, preferences, limitations, restrictions and relative rights of the Series A Preferred Stock may be amended by a resolution of the Board of Directors. At any time there are no shares of Series A Preferred Stock outstanding, the Board of Directors may eliminate the Series A Preferred Stock by amendment to these Articles of Amendment.

ARTICLE V

The Board of Directors shall consist of at least one (1) and not more than ten (10) persons, as determined from time to time by the Board of Directors. The directors of this Corporation need not be shareholders.

ARTICLE VI

To the fullest extent permitted by law, no director or officer of the Corporation shall be personally liable to the Corporation or its shareholders for damages for breach of any duty owed to the Corporation or its shareholders. To the fullest extent permitted by the Florida Business Corporation Act, the Corporation shall indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that such person (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation, provided that such person is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another Corporation, provided that such person is or was at the time a director of the corporation or a director of such other corporation, serving at the request of the Corporation. Unless otherwise expressly prohibited by the Florida Business Corporation Act, and except as otherwise provided in the previous sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact such person is or was an officer, employee or agent of the Corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE VII

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

ARTICLE VIII

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

These Amended and Restated Articles of Incorporation were approved on July 18, 2013 by the Board of Directors of the Corporation and by holders of all of the issued and outstanding Common

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Stock of the Corporation, being the only outstanding class of voting securities. The number of votes in favor of approval is sufficient under Florida law.

These Amended and Restated Articles of Incorporation shall be effective upon filing with the Secretary of State of Florida.



Garth "Soshahi" Wilson
Chief Executive Officer
Dated: July 18, 2013

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