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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Electrolytic Technologies Corporation

DOCUMENT NUMBER: P01000045064

The enclosed **Articles of Amendment** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Howard Shapiro

Name of Contact Person

Electrolytic Technologies Corporation

Firm/ Company

N/A

Address

N. Miami Beach, Florida 33179

City/ State and Zip Code

hs@electrolytictech.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Howard Shapiro

Name of Contact Person

at (305) 655-2755

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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TALLAHASSEE, FLORIDA

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**THIRD AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ELECTROLYTIC TECHNOLOGIES CORPORATION
(A Florida Corporation)**

ARTICLE 1.

NAME

The name of the corporation (the "Corporation") is: **Electrolytic Technologies Corporation.**

ARTICLE 2.

PRINCIPAL OFFICE; REGISTERED OFFICE; REGISTERED AGENT

The address of the principal office of the registered office of the Corporation and the mailing address of the Corporation is 19597-G Northeast 10th Avenue, North Miami Beach, FL 33179. The Registered Agent of the Corporation at that address is Howard Shapiro.

ARTICLE 3.

PURPOSE

The general purpose for which the corporation is organized is to transact or engage in any and all lawful business or activity permitted under the Florida Business Corporation Act ("FBCA") and the laws of the State of Florida and the United States.

ARTICLE 4.

CAPITAL STOCK

The total number of shares that this Corporation is authorized to issue is two hundred million (200,000,000) shares of Common Stock with a par value of \$0.001 per share. The rights, preferences, privileges and restrictions granted to and imposed on the Common Stock are as set forth below in this Article 4.

Dividend Rights. Subject to the prior rights of holders of all classes of stock at the time outstanding having prior rights as to dividends, the holders of the Common Stock shall be entitled to receive, when and as declared by the Board of Directors, out of any assets of this Corporation legally available therefore, such dividends as may be declared from time to time by the Board of Directors.

Voting Rights. The holder of each share of Common Stock shall have the right to one (1) vote for each such share and shall be entitled to notice of any shareholders' meeting in accordance with the By-laws of this Corporation and shall be entitled to vote upon such matters and in such manner as may be provided by law.

ARTICLE 5.

BOARD OF DIRECTORS

The number of directors of the Corporation shall be fixed from time to time by the By-laws of the Corporation or an amendment thereto duly adopted by the Board of Directors or the Shareholders of the Corporation.

ARTICLE 6.

LIMITATION ON DIRECTOR LIABILITY

A director shall not be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the duty of loyalty of such director to the Corporation or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the FBCA, or (iv) for any transaction from which such director derives an improper personal benefit. If the FBCA is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the FBCA, as so amended. No repeal or modification of this Article 6 shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification.

ARTICLE 7.

INDEMNIFICATION

The corporation shall indemnify and may advance expenses to any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of stock or of which it is a creditor, to the full extent permitted by law as now or hereafter in effect. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted. The Corporation may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the By-laws may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board may from time to time deem appropriate or advisable.

ARTICLE 8.

BY-LAWS

The Board shall have the power to adopt, amend or repeal the By-laws of the Corporation or any part thereof.

ARTICLE 9.

AMENDMENT

These Third Amended and Restated Articles of Incorporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Amended and Restated Articles of Incorporation on September 30, 2013.

Electrolytic Technologies Corporation

By: 

Name: Derek B. Lubie


Its: President

**CERTIFICATE TO THE AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
ELECTROLYTIC TECHNOLOGIES CORPORATION**

The undersigned, Derek B. Lubie, President and Authorized Officer, of ELECTROLYTIC TECHNOLOGIES CORPORATION, a Florida corporation (the "Corporation"), does hereby certify as follows:

1. In accordance with Section 607.1003 of the Florida Statutes, the Board of Directors of the Corporation ratified, approved and recommended by Written Consent dated March 12, 2013 the amendment and restatement of the Corporation's Articles of Incorporation as attached hereto.
2. In accordance with Section 607.1003 of the Florida Statutes, the shareholders of the Corporation ratified and approved by written consent in lieu of a special meeting of the Corporation's shareholders dated July 29, 2013, the number of votes cast for the amendment by the shareholders being sufficient for such approval, the amendment and restatement of the Corporation's Articles of Incorporation as attached hereto.
3. The undersigned officer of the Corporation has been duly authorized to submit these Amended and Restated Articles of Incorporation of the Corporation to the Department of State of Florida for filing in accordance with Section 607.1007, Florida Statutes.

ELECTROLYTIC TECHNOLOGIES CORPORATION

By: 
Derek B. Lubie
President and Authorized Officer

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

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

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____."
(voting group)

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

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

Dated September 30, 2013

Signature



(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Howad Shapiro

(Typed or printed name of person signing)

Chief Financial Officer

(Title of person signing)