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P02000001608

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WIRELESS LATIN ENTERTAINMENT, INC.

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AUG 16 2017

S. YOUNG

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[The Articles of Incorporation for Wireless Latin Entertainment, Inc., a Florida Corporation, were filed on December 31, 2001, and assigned Florida document number P02000000068.]

AMENDED AND RESTATED ARTICLES OF INCORPORATION WIRELESS LATIN ENTERTAINMENT, INC.

The undersigned Shareholder, desiring to amend and restate the Articles of Incorporation of a corporation under and pursuant to the Florida Corporation Act, Chapter 607, Florida Statutes, does hereby adopt the following Amended and Restated Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is WIRELESS LATIN ENTERTAINMENT, INC. (the "Company").

ARTICLE II
ADDRESS

The principal office and mailing address of the Company is:

5301 Blue Lagoon Drive
Suite 180
Miami, Florida 33126

ARTICLE III
REGISTERED AGENT AND OFFICE

The Company designates Gerry Mujica, 5301 Blue Lagoon Drive, Suite 180, Miami, Florida 33126, as its registered agent at that address to accept service of process within the State of Florida.

ARTICLE IV
DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Corporation with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's Shareholders Agreement, or in the absence thereof, by the written agreement of a majority of ownership interest of the shareholders of the Company.

ARTICLE V
AUTHORIZED SHARES

The Company is authorized to issue Ten Million (10,000,000) shares of common stock, $0.01 par value per share.

ARTICLE VI
MANAGEMENT

The business of the Company shall be conducted, carried on, and managed by at least one (1) Director. The Director(s) shall also have the rights and responsibilities described in the Shareholders Agreement of the Company, if applicable. The Director(s) shall serve in such capacity until his, her or their successor(s) is/are duly elected and qualified.

ARTICLE VII
PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida including activities within the United States and abroad.

ARTICLE VIII
SHAREHOLDERS AGREEMENT

The power to adopt, alter, amend, or repeal the Shareholders Agreement of the Company, if any, shall be in the manner set forth in the Shareholders Agreement of the Company, if any.

ARTICLE IX
INDEMNIFICATION

The Company shall indemnify any Incorporator, Officer and/or Director, and/or any former Officer and/or Director, to the full extent permitted by law.

ARTICLE X
ADOPTION OF AMENDMENTS

These Amended and Restated Articles of Incorporation of the Company were adopted by written consent of at least a supermajority of shareholders of the Company as of August 14, 2017, which such consent is sufficient for the adoption of these Amended and Restated Articles of Incorporation.

ARTICLE XI
EFFECTIVE DATE

The effective date of these Amended and Restated Articles of Incorporation is August 14, 2017.

[SIGNATURE ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the undersigned has hereunto set its hand and seal this 14th day of August, 2017.

Ignacio Meyer, Chairman