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ARTICLES OF AMENDMENT TO
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
PRIORIA ROBOTICS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1007 of the Florida Business Corporation Act, the undersigned, being the President of Prioria Robotics, Inc., a Florida for profit corporation (the "Corporation"), hereby certifies that the following Amendment to the Amended and Restated Articles of Incorporation of the Corporation was duly adopted by the Directors and by the shareholders of the Corporation on August 9, 2010, and that the number of votes cast for the Amendment was sufficient for approval:

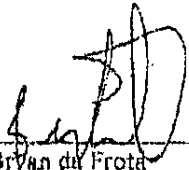
1. The name of the Corporation is Prioria Robotics, Inc.
2. The Amended and Restated Articles of Incorporation are hereby amended as follows:

The first paragraph of Article IV of the Articles of Incorporation is hereby deleted in its entirety and the following substituted in lieu hereof:

"The total number of shares of all classes of stock which the Corporation shall have authority to issue is (i) 10,000,000 shares of Common Stock, no (\$0.00) par value per share ("Common Stock"), and (ii) 6,307,967 shares of Preferred Stock, no (\$0.00) par value per share ("Preferred Stock"). Three Hundred Seven Thousand Nine Hundred Sixty Seven (307,967) shares of Preferred Stock shall be designated "Series A Preferred Stock" and shares 6,000,000 of Preferred Stock shall be designated "Series B Preferred Stock."

In all other respects, the Amended and Restated Articles of Incorporation of the Corporation, as amended, shall remain as they were prior to this Amendment being adopted.

Signed this 9th day of August, 2010.



Bryan da Frota
President