

PD3000028033

(Requestor's Name)

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(City/State/Zip/Phone #)

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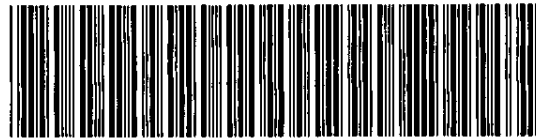
(Business Entity Name)

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Amend

APR 10 2013

T. BROWN



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 604224 7110208
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 35.00

ORDER DATE : April 9, 2013

ORDER TIME : 2:22 PM

ORDER NO. : 604224-005

CUSTOMER NO: 7110208

DOMESTIC AMENDMENT FILING

NAME: PRIORIA ROBOTICS HOLDINGS,
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 52956

EXAMINER'S INITIALS: _____

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 APR -9 PM 4:29


Pursuant to Section 607.1003 of the Florida Business Corporation Act, the undersigned, being the President of Prioria Robotics Holdings, Inc., a Florida 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 April 9, 2013, and that the number of votes cast for the Amendment was sufficient for approval:

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

"The total number of shares of all classes of stock which the Corporation shall have authority to issue is (i) 13,707,284 shares of Common Stock, no (\$0.00) par value per share ("**Common Stock**"), of which (A) 11,773,186 shares shall be designated the Class A Voting Common Stock ("**Class A Common Stock**") and (B) 1,934,098 shares shall be designated the Class C Voting Non-Equity Common Stock (sometimes referred to as the "**Class C Common Stock**" or the "**Special Voting Common Stock**"), and (ii) 9,423,694 shares of Preferred Stock, no (\$0.00) par value per share ("**Preferred Stock**"), of which (A) 307,967 shares of Preferred Stock shall be designated "**Series A Preferred Stock**," (B) 3,981,628 shares of Preferred Stock shall be designated "**Series B Preferred Stock**," (C) 4,200,000 shares of Preferred Stock shall be designated "**Series C Preferred Stock**" and (D) 934,098 shares shall be designated the "Series C Voting Non-Equity Preferred Stock" (the "**Special Voting 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 9 day of April, 2013.



Bryan da Frota
President