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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
TRITECH FALL PROTECTION SYSTEMS, INC.**

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6/28

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TRITECH FALL PROTECTION SYSTEMS, INC.**

FILED
19 JUN 28 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Pursuant to Section 607.1006 of the
Florida Statutes**

1. The name of the corporation is TRITECH FALL PROTECTION SYSTEMS, INC. (the "Corporation"). The Corporation's Florida document number is P03000147935.
2. The date of filing of the Articles of Incorporation of the Corporation under the name Trittech Fall Protection, Inc. was December 8, 2003.
3. Pursuant to Section 607.1006 of the Florida Statutes, the following amendments to the Articles of Incorporation of the Corporation were duly adopted by the shareholders and Board of Directors of the Corporation effective as of June 28, 2019. The number of votes cast for the amendments to the Articles of Incorporation of the Corporation by the shareholders of the Corporation was sufficient for approval.
4. Article IV of the Articles of Incorporation is hereby amended in its entirety to read as follows:

"Article IV

4.1 Shares.

(a) The number of shares that Trittech Fall Protection Systems, Inc. (the "Corporation") is authorized to issue is (i) five thousand (5,000) common shares without par value ("Common Stock") and (ii) five million (5,000,000) shares of preferred stock without par value ("Preferred Stock") in one or more series or classes.

(b) The Board of Directors of the Corporation (the "Board") shall have the authority by resolution to issue the Preferred Stock from time to time on such

terms as it may determine and to divide the Preferred Stock into one or more classes or series and, in connection with the creation of any such class or series, to determine and fix by the resolution or resolutions providing for the issuance of shares thereof the designation, powers and relative, participating, optional, or other special rights of the class or series, and the qualifications, limitations, or restrictions thereof, to the full extent now or hereafter permitted by law. Except as may be required by law, the shares in any class or series of Preferred Stock need not be identical.

(c) The Board hereby designates a class of Preferred Stock that shall be designated as "Class A Preferred Stock" (the "Class A Preferred Stock") and the number of shares that constitutes such class shall be one million (1,000,000). The rights, preferences, powers, restrictions and limitations of the Class A Preferred Stock shall be as set forth herein.

4.2 Common Stock.

(a) General. The dividend and liquidation rights of the holders of shares of Common Stock are subject to and qualified in their entirety by the rights of the holders of Preferred Stock.

(b) Voting. The holders of the shares of Common Stock are entitled to one vote for each share of Common Stock held by them at all meetings of the shareholders (and written actions in lieu of meetings).

(c) Dividends. Subject to the rights of holders of Preferred Stock, dividends may be declared and paid on the shares of Common Stock from funds lawfully available therefor as and when determined by the Board.

(d) Liquidation. Upon the dissolution or liquidation of the Corporation, whether voluntary or involuntary, holders of shares of Common Stock will be entitled to receive, on a *pro rata* basis, based on the respective number of shares of Common Stock held by them, all assets of the Corporation available for distribution to its shareholders that are remaining after the distribution to the holders of Preferred Stock of their respective preference amounts.

4.3 Class A Preferred Stock.

(a) Issuance. The Corporation is only authorized to issue shares of Class A Preferred Stock to one or more person or entities in a single issuance to such persons or entities that occurs on July 1, 2019.

(b) Voting. Each share of Class A Preferred Stock shall have no right to vote on any matter to be submitted for a vote to shareholders of the Corporation.

(c) Class A Preference Amount. The "Class A Preference Amount" in respect of any shares of Class A Preferred Stock shall be computed as the fair market value of the aggregate consideration received by the Corporation from the acquiring person or entity of such shares of Class A Preferred Stock in connection with the initial issuance by the Corporation of such shares of Class A Preferred Stock divided by the number of shares of Class A Preferred Stock issued to such person or entity at that time. Notwithstanding the foregoing, if, at any particular time, the fair market value of such consideration should be determined, whether (1) by tribunal or court of competent jurisdiction or (2) by agreement with a governmental taxing authority, to be different from the fair market value as last determined, the fair market value of such consideration shall be adjusted by being increased or decreased so as to equal the fair market value so determined. The fair market value so adjusted shall be effective as of the time the shares of Class A Preferred Stock were issued and the Class A Preference Amount in respect of the shares of Class A Preferred Stock shall be appropriately adjusted. Where an adjustment is made under this subsection (c) to the Class A Preference Amount of a share of Class A Preferred Stock after that share has been redeemed by the Corporation, a payment of share or non-share consideration shall be made by either the Corporation or the former holder of that share such that the amount received by the former holder of that share in respect of the Class A Preference Amount on its redemption is no greater or less than the Class A Preference Amount so adjusted.

(d) Dividends. The holders of the Class A Preferred Stock shall be entitled to receive, in priority to any payment of dividends on the Common Stock and any other class or series of shares of the Corporation, out of resources of the Corporation properly available for the payment of dividends, fixed preferential cumulative cash dividends on each share of Class A Preferred Stock in an amount equal to six (6%) percent of the Class A Preference Amount per annum, compounded annually on December 31 in each year, with accrual commencing on the date of issuance to the holder thereof. In the event that there are insufficient funds properly available for the payment of dividends as determined by the Board, the Board shall be entitled to declare none or only part of such preferential cumulative cash dividends on the shares of Class A Preferred Stock for any year. If on December 31 in any year the dividend payable for such year is not paid in full on all shares of Class A Preferred Stock then issued and outstanding, such dividend or the unpaid part thereof shall be paid on a subsequent date or dates as soon as funds properly applicable to the payment of dividends become available to the Corporation, as determined by the Board, provided that nothing shall affect the cumulative nature of such dividends or the compounding thereof annually on December 31 in each year in the event that such dividends are unpaid.

(e) Dissolution of the Corporation. Upon any Dissolution of the Corporation, the holders of Class A Preferred Stock shall be entitled to receive, in priority to the holders of Common Stock and any other class or series of shares of the Corporation, an amount equal to the Class A Preference Amount, together with all unpaid accrued and accumulated (whether or not declared) dividends on the

Class A Preferred Stock (the "Class A Liquidation Amount"), at the time of the Dissolution of the Corporation. After payment to the holders of the Class A Preferred Stock of the Class A Liquidation Amount per share, the holders of Class A Preferred Stock shall have no right or claim to any of the remaining assets of the Corporation. If the assets distributable on such Dissolution of the Corporation shall be insufficient to permit the payment to the holders of the Class A Preferred Stock of the Class A Liquidation Amount per share in full, then such assets, or the proceeds thereof, shall be distributed among the holders of the Class A Preferred Stock ratably in proportion to the respective amounts the holders of such shares would be entitled to receive if they were paid the Class A Liquidation Amount per share. For greater certainty, it is hereby declared that upon the Dissolution of the Corporation the holders of the Class A Preferred Stock then outstanding shall be entitled to receive the Class A Liquidation Amount per share in full before any payment or distribution of assets shall be made to the holders of the Common Stock or any other class or series of Preferred Stock.

(f) Redemption. The Corporation may, upon giving notice as hereinafter provided, redeem, at any time or from time to time, all or any part of the then outstanding shares of Class A Preferred Stock, on payment for each share to be redeemed of the Class A Liquidation Amount per share (the "Redemption Price"). In the event of a redemption of only part of the then outstanding shares of Class A Preferred Stock, such redemption shall be effected pro rata among the holders thereof, provided, that, with the prior written consent of all the holders thereof, such redemption may be effected selectively among the holders thereof, such that, for greater certainty, the shares of Class A Preferred Stock held by one or more holders thereof may be redeemed without shares of other holders of shares of Class A Preferred Stock thereof being redeemed concurrently therewith, or at all. In the case of such redemption, the Corporation shall, at least twenty (20) business days before the Redemption Date specified for redemption deliver to each person or entity (whose or part of whose shares are to be redeemed) who at the date of such notice is a registered owner of shares to be redeemed, a Redemption Notice, provided that any holder of shares to be redeemed may waive the said period of twenty (20) business days, in whole or in part, in writing. The Redemption Notice shall be delivered to each such holder at such holder's address as the same appears on the books of the Corporation. Accidental failure or omission to deliver the Redemption Notice to one or more holders shall not affect the validity of such redemption, but upon such failure or omission being discovered, the Redemption Notice shall be forthwith delivered to such holder or holders and shall have the same force and effect as if given in due time.

The Redemption Notice shall set out the Redemption Price and the Redemption Date, and, if only part of the shares held by the person or entity to whom such Redemption Notice is addressed are to be redeemed, the number thereof so to be redeemed. On or after the Redemption Date, the Corporation shall pay or cause to be paid, to or to the order of the registered holders of the shares so to be redeemed, the Redemption Price in respect thereof, on presentation and surrender

at the registered office of the Corporation, or any other place designated in the Redemption Notice, of the share certificate or certificates representing the shares so called for redemption. Such payment shall be made by check or wire transfer of immediately available funds. If only part of the shares represented by any share certificate or certificates are to be redeemed, a new share certificate or certificates for the balance thereof shall be issued at the expense of the Corporation.

The Corporation shall have the right, at any time after the delivery of the Redemption Notice, to deposit the aggregate Redemption Price for the shares so called for redemption, or of such of the shares which are represented by certificates which have not, at the date of such deposit, been surrendered by the holders thereof in connection with such redemption, to a special account at any bank or any trust company named in the Redemption Notice, to be paid on or after the Redemption Date without interest to or to the order of the respective holders of the shares called for redemption upon presentation and surrender to such bank or trust company of the share certificate or certificates representing such shares. Upon such deposit being made or upon the Redemption Date, whichever is the later, the shares in respect of which such deposit shall have been made shall be deemed to be redeemed and the rights of the holders thereof shall be limited to receiving, without interest, their proportionate part of the aggregate Redemption Price so deposited upon presentation and surrender of the said share certificate or certificates held by them respectively. Any interest allowed on any such deposits shall belong to the Corporation.

From and after the date specified for redemption in the Redemption Notice, the shares called for redemption shall cease to be entitled to exercise any of the rights of shareholders in respect of such shares unless payment of the Redemption Price in respect thereof shall not be made upon presentation and surrender of the share certificate or certificates in accordance with the foregoing provisions, in which case the rights of the holders thereof shall remain unaffected.

(g) Definitions. Whenever used in this Section 4.3, the following words and terms shall have the respective meanings ascribed to them as follows:


(1) "Dissolution of the Corporation" means any liquidation, dissolution or winding-up, whether involuntary or otherwise, or other distribution of the assets of the Corporation for the purpose of winding-up its affairs.

(2) "Redemption Date" means the date specified in a Redemption Notice on which shares of Class A Preferred Stock are to be redeemed.

(3) "Redemption Notice" means a notice in writing by the Corporation to a holder of Class A Preferred Stock of the intention of the Corporation to redeem such shares."

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment
as of June 28, 2019.



Name: Roy Arnason
Title: President