

Division of Corporations

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MAY 23 2018
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**ARTICLES OF AMENDMENT
TO THE
SIXTH AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
RED LAMBDA, INC.**

Pursuant to Sections 607.1003 and 607.1006
of the Florida Business Corporation Act

Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Business Corporation Act (the "FBCA"), Red Lambda, Inc., a Florida corporation (the "Corporation"), adopts the following Articles of Amendment (the "Articles of Amendment") to its Sixth Amended And Restated Articles of Incorporation ("Articles of Incorporation"):

ARTICLE I

Name

The name of the Corporation is Red Lambda, Inc.

ARTICLE II

Amendment

The following amendment is made to the Corporation's Articles of Incorporation:

Article IV of the Articles of Incorporation is hereby amended by deleting Article IV, Section A in its entirety and by insertion, in lieu thereof, of the following:

"A. Authorized Capital Stock.

(i) Reverse Stock Split. Effective on at 5:00 p.m., on June 4, 2018 (the "Effective Time"), each thirty-five (35) common shares, par value \$0.0001 per share, of the Corporation ("Old Common Shares") issued and outstanding immediately prior to the Effective Time shall be automatically combined, converted, and reclassified into one (1) new Common Share of the Corporation ("New Common Shares") (the "Reverse Stock Split"). Each New Common Share shall have a par value of \$0.0001 per share. No fractional shares shall result from or be issued upon combination of the Old Common Shares pursuant to the Reverse Stock Split. If the Reverse Stock Split would result in the creation of any fractional share; then in lieu of issuing any fractional share, the Corporation shall pay cash in an amount equal to the product of such fraction and the fair market value of one (1) New Common Share (as determined by the Board of Directors), rounded up to the nearest whole cent.

Each share certificate that, immediately prior to the Effective Time, represented Old Common Shares shall, from and after the Effective Time, automatically and without the necessity of presenting the certificate for exchange, represent that number of New Common Shares into which the Old

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Common Shares represented by that certificate have been combined, converted, and reclassified in the Reverse Stock Split; *provided, however*, that each holder of record of a share certificate that represented the Old Common Shares shall receive, upon surrender of such certificate, a new share certificate representing the number of New Common Shares into which the Old Common Shares represented by that certificate have been combined, converted, and reclassified in the Reverse Stock Split. The Reverse Stock Split shall occur whether or not share certificates representing the Old Common Shares are surrendered to the Corporation. The Reverse Stock Split shall not impact the number of authorized Preferred Shares (none of which are issued or outstanding as of the Effective Time) or their par value per share, each as in effect immediately prior to the Effective Time.

(ii) Authorized Shares. Immediately after the Effective Time (whereupon the Reverse Stock Split will have been effectuated), the Corporation shall be automatically recapitalized so that the number of shares that the Corporation is authorized to issue is Two Hundred Fifty Million (250,000,000) New Common Shares, par value \$0.0001 per share (referred to hereinafter as "Common Shares"), and Twenty-Five Million (25,000,000) Preferred Shares, par value \$0.0001 per share ("Preferred Shares").

ARTICLE III

Date of Adoption

The amendment was adopted on the 22nd day of May, 2018.

ARTICLE IV

Manner of Adoption

At a duly called and convened meeting of the Board of Directors of the Corporation held on May 21, 2018 in accordance with the procedures permitted by the Corporation's bylaws, the Board of Directors of the Corporation approved the these Articles of Amendment and recommended that the shareholders of the Corporation approve the Articles of Amendments.

Pursuant to the provisions of Section 607.0704 of the FBCA, effective May 22, 2018, the Articles of Amendment were duly approved and adopted in an action taken by written consent by shareholders of the Corporation holding in excess of a majority of the issued and outstanding common shares of the Corporation.

Accordingly, the Articles of Amendment have been approved in accordance with Section 607.1003 of the FBCA.

ARTICLE V

Effective Time

These Articles of Amendment shall become effective on 5:00 p.m., on June 4, 2018 Eastern Standard Time.

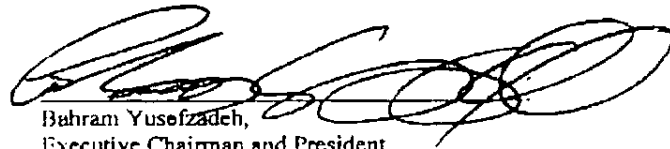
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IN WITNESS WHEREOF, Red Lambda, Inc., has caused this Articles of Amendment to its Articles of Incorporation to be signed by Bahram Yusefzadeh , its Executive Chairman and President, on this 22nd day of May, 2018.

RED LAMBDA, INC.

By:

A handwritten signature in black ink, appearing to read 'Bahram Yusefzadeh', is written over a horizontal line.

Bahram Yusefzadeh,
Executive Chairman and President