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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
MAD MOBILE, INC.**

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TBrown 8-22-11

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
MAD MOBILE, INC.**

DOCUMENT NO. P07000020927

Pursuant to Sections 607.1007 and 607.1003 of the Florida Business Corporation Act (the "FBCA"), Mad Mobile, Inc., a Florida corporation (the "Corporation"), hereby certifies that:

FIRST: That this Corporation is named Mad Mobile, Inc. and was originally incorporated in the State of Florida on February 14, 2007, and that these Amended and Restated Articles of Incorporation shall amend, restate and supersede in their entirety any and all prior Articles of Incorporation, as amended, including, without limitation, those certain Articles of Amendment to Articles of Incorporation of the Corporation filed with the Secretary of State of the State of Florida on July 28, 2011, and any other Articles of Amendment or Certificates of Designation thereto, filed with the State of Florida from the date of the Corporation's original incorporation through the date hereof.

SECOND: These Amended and Restated Articles of Incorporation have been approved by the Board of Directors and shareholders of the Corporation in the manner and by the vote required by the FBCA. These Amended and Restated Articles of Incorporation contain amendments that require shareholder approval. These Amended and Restated Articles of Incorporation were approved by the shareholders pursuant to a written consent in lieu of a meeting dated August 19, 2011, and the votes cast for the amendment by the shareholders was sufficient for approval.

I.

Name

The name of the corporation is Mad Mobile, Inc.

II.

Principal and Mailing Address

The address of the principal office of the Corporation is 1715 N. Westshore Blvd., Suite 600, Tampa, Florida 33607. The mailing address of the Corporation is 1715 N. Westshore Blvd., Suite 600, Tampa, Florida 33607.

III.

Registered Office and Agent

The street address of the current registered office of the Corporation is 3929 Arlington Drive, Palm Harbor, Florida 34685, and the name of the registered agent of the Corporation in the State of Florida at such address is Bruce H. Bennett.

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IV.

Capital Stock

A. The Corporation shall have authority to issue (10,000,000) shares of capital stock, consisting of 9,000,000 shares of Common Stock, \$0.001 par value per share (the "Common Stock"), and 1,000,000 shares of Preferred Stock, \$0.001 par value per share (the "Preferred Stock").

B. The Preferred Stock may be issued from time to time in one or more series. Pursuant to Section 607.0602 of the FCBA, the Board of Directors is authorized, without the approval of the shareholders of the Corporation, to (a) provide for the classification and reclassification of any unissued shares of Preferred Stock and determine the preferences, limitations, and relative rights thereof and (b) issue Preferred Stock in one or more classes or series, all within the limitations set forth in Section 607.0601 of the FCBA.

V.

Officers and Directors

The current officers and directors of the Corporation are as follows:

Title: President
Greg Schmitzer
2701 Jetton Ave.
Tampa, FL 33629

Title: Secretary, Director
Bruce Bennett
3929 Arlington Drive
Palm Harbor, FL 34685

Title: Vice President, Director
Ryan Kelly
11626 Renaissance Court
Tampa, FL 33626

Title: Director
John Jassy
1905 Oakmont Dr.
Tampa, FL 33629

VI.

Indemnification.

The Corporation shall, to the fullest extent permitted or required by the FBCA, including any amendments thereto (but in the case of any such amendment, only to the extent such amendment permits or requires the Corporation to provide broader indemnification rights than to

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such amendment), indemnify all of the Corporation's officers and directors, all of the officers and directors of all of the Corporation's domestic subsidiaries, and all persons rendering services to the Corporation's foreign subsidiaries in capacities as officers and directors or in equivalent, identical, or similar capacities (hereinafter collectively the "Officers" and "Directors" of the Corporation), against any and all liabilities and advance any and all reasonable expenses incurred thereby in any proceeding to which any such Director or Officer is a party or in which such Director or Officer is deposed or called to testify as a witness because he or she is or was a Director or Officer of the Corporation or any of the Corporation's domestic or foreign subsidiaries. The rights to indemnification granted hereunder shall not be deemed exclusive of any other rights to indemnification against liabilities or the advancement of expenses which a Director or Officer may be entitled under any written agreement, Board of Director's resolution, vote of shareholders, the FBCA, or otherwise. The Corporation may, but shall not be required to, supplement the foregoing rights to indemnification against liabilities and advancement of expenses by the purchase of insurance on behalf of any one or more of its Directors or Officers, whether or not the Company would be obligated to indemnify or advance expenses to such Director or Officer under this Article. For purposes of this Article, the term "Directors" includes former directors of the Corporation or any of the Corporation's domestic or foreign subsidiaries and any director who is or was serving at the request of the Corporation or any of the Corporation's domestic or foreign subsidiaries as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, including without limitation, any employee benefit plan (other than in the capacity as an agent separately retained and compensated for the provisions of goods or services to the enterprise, including without limitation, attorneys at law, accountants, and financial consultants). The term "Officers" includes all of those individuals who are or were at any time officers of the Corporation or any of the Corporation's domestic or foreign subsidiaries and not merely those individuals who are or were at any time "executive officers" of the Corporation or any of the corporation's domestic or foreign subsidiaries as defined in Securities and Exchange Commission Rule 3b-7 promulgated under the Securities Exchange Act of 1934, as amended. All of the capitalized terms used in this Article V and not otherwise defined herein have the meaning set forth in Section 607.0850 of the FBCA. The provisions of this Article V are intended solely for the benefit of the indemnified parties described herein, their heirs and personal representatives, and shall not create any rights in favor of third parties. No amendment to or repeal of this Article V shall diminish the rights of indemnification provided for herein prior to such amendment or repeal.

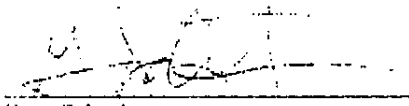
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IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation as of August 22, 2011.



Greg Schmitzer
President