

From: Katie Wonsch

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COR AMND/RESTATE/CORRECT OR O/D RESIGN

HERCULES NETWORKS CORPORATION

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Amended & Restated
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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
HERCULES NETWORKS CORPORATION
(A Florida Corporation)**

SECRETARY OF STATE
PAUL HASSELT, FLORIDA

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Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned hereby adopts the following Amended and Restated Articles of Incorporation:

1. The name of the corporation is **HERCULES NETWORKS CORPORATION**, (the "Corporation"). The date of filing the original Articles of Incorporation with the Secretary of State was April 18, 2008.

2. The Amended and Restated Articles of Incorporation were unanimously adopted and approved by Corporation's Board of Directors on July 22, 2008, prior to the issuance of any shares of the Corporation's stock, in accordance with Sections 607.1005, 607.1006, and 607.1007 of the Florida Business Corporation Act.

3. The Articles of Incorporation are hereby amended and restated in their entirety as follows:

ARTICLE I

The name of the corporation is: **HERCULES NETWORKS CORPORATION.**

ARTICLE II

The principal place of business address: 1407 S.W. 158th Avenue, Pembroke Pines, Florida 33027.

The mailing address of the Corporation is: 1407 S.W. 158th Avenue, Pembroke Pines, Florida 33027.

ARTICLE III

The purpose for which the Corporation is organized is: Any and all lawful business.

ARTICLE IV

The Corporation shall exist perpetually unless dissolved according to law.

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ARTICLE V

Any action required or permitted to be taken by the shareholders of the Corporation at any annual or special meeting of shareholders of the Corporation must be effected at a duly called annual or special meeting of shareholders and may not be taken or effected by the written consent of shareholders in lieu thereof.

ARTICLE VI

The total number of shares of stock that the Corporation is authorized to issue is Fifty Million (50,000,000) shares of Common Stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE VII

The street address of the Corporation's registered office is 1407 S.W. 158th Avenue, Pembroke Pines, Florida 33027. The name of the Corporation's registered agent at that office is Michael Lipscomb.

ARTICLE VIII

This Corporation shall indemnify the officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 22 day of July, 2008.

By: 
Name: Michael Geld
Title: President