

MAR. 29. 2011 3:06PM
Division of Corporations

TRENAM KEMKER

NO. 2322 Pg. 1 of 1

P/0000055005

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SUNDROP MOBILE, INC.

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11 MAR 29 AM 8:00

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**ARTICLES OF AMENDMENT
TO
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SUNDROP MOBILE, INC.**

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FILED

Pursuant to Sections 607.1006 and 607.1007 of the Florida Business Corporation Act (the "FBCA"), Sundrop Mobile, Inc., a Florida corporation (the "Corporation"), adopts the following Articles of Amendment to its Amended and Restated Articles of Incorporation, and hereby certifies that:

1. The Amended and Restated Articles of Incorporation of the Corporation are hereby amended by deleting Article Three (A) in its entirety and inserting the following in lieu thereof:

"A. Classes of Stock. The total number of shares of all classes of capital stock authorized to be issued is (i) 10,000,000 shares of Common Stock, par value \$0.001 per share (the "Common Stock"), and (ii) 933,291 shares of Preferred Stock, par value \$0.001 per share (the "Preferred Stock"), of which 933,291 shares shall be designated "Series A Preferred Stock". The rights, preferences, privileges and restrictions applicable to the capital stock of the Corporation are set forth below in this Article Three."

2. These Articles of Amendment to 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 Articles of Amendment to Amended and Restated Articles of Incorporation contain amendments that require shareholder approval. The amendments were approved by the holders of each class of capital stock of the Corporation pursuant to a written consent in lieu of a meeting dated March 29, 2011, and the votes cast for the amendment by the holders of each such class of capital stock were sufficient for approval.

3. These Articles of Amendment to the Amended and Restated Articles of Incorporation shall be effective immediately upon filing with the Department of State of the State of Florida.

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TRENAM KEMKER

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IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to Amended and Restated Articles of Incorporation to be executed by its duly authorized officer on this 29th day of March, 2011.

SINDROP MOBILE, INC.

By: 
Travis L. Priest, President

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