

06/29/2012

15:30

(FAX)

P001/005

8/28/12

Division of Corporations

Florida Department of State
Division of Corporations
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To:

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Account Name : PERLMAN, YEVOLI & ALBRIGHT, P.
Account Number : I20040000167
Phone : (305) 377-0809
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2012 JUN 29 PM 12:15
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
GUBAGOO INC**

Certificate of Status	0
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7/2/12

06/29/2012 15:31

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P.005/005

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8/28/2012 4:47:24 PM PAGE 1/001 Fax Server



June 28, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

GUBAGOO INC
8120 BELVEDERE BLVD #3
WEST PALM BEACH, FL 33411

SUBJECT: GUBAGOO INC
REF: P11000058741

We have received your document for GUBAGOO INC and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

In article V you state that Greg Shusterman is the new registered agent. For the acceptance for the new registered agent you have George Ford signing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Tracy L Lemieux
Regulatory Specialist II

FAX Aud. #: H12000171144
Letter Number: 112A00017707

RECEIVED
CORPORATION
2012 JUN 29 AM 8:07
TO: REGISTRY OF FILING
SUFFICIENCY OF FILING

P.O BOX 6327 - Tallahassee, Florida 32314

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AMENDMENT AND RESTATEMENT
OF THE
ARTICLES OF INCORPORATION
OF
GUBAGOO INC.

FILED

2012 JUN 29 PM 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The Articles of Incorporation for this Corporation were filed on June 24, 2011 and assigned Florida document number P11000058741.

2. The Articles of Incorporation of the Corporation are hereby amended and restated in their entirety to read as follows:

"ARTICLE I
NAME

The name of the Corporation shall be: GUBAGOO INC.

ARTICLE II
ADDRESS

The mailing address of the Corporation shall be: 8120 Belvedere Boulevard, Suite 3, West Palm Beach, FL 33411, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE III
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue:

1. Four Million (4,000,000) shares of Non-Voting Class A Common Stock;
2. Three Million (3,000,000) shares of Multiple Voting Class B Common Stock having one hundred (100) votes per share; and,
3. Three Million (3,000,000) shares of Voting Common Stock

each having a par value of one cent (\$0.01). All classes of common stock shall have the same rights and privileges except that Non-Voting Class A Common Stock shall not be entitled to vote on any matter unless required under the Florida Business Corporation Act.

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ARTICLE V
REGISTERED AGENT

The street address of the initial registered office of the Corporation is 8120 Belvedere Boulevard, Suite 3, West Palm Beach, FL 33411, and the name of the initial Registered Agent of the Corporation at that address is George Ford.

ARTICLE VI
OFFICERS AND DIRECTORS

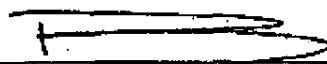
Title: D/P/CEO
Brad Title
8120 Belvedere Boulevard, Suite 3
West Palm Beach, FL 33411 US

Title: D/Chairman of the Board
Rubin Osten
8120 Belvedere Boulevard, Suite 3
West Palm Beach, FL 33411 US

Title: S
George Ford
8120 Belvedere Boulevard, Suite 3
West Palm Beach, FL 33411 US"

3. These Amended and Restated Articles of Incorporation were approved by written consent of the shares entitled to vote on June 22, 2012.

IN WITNESS WHEREOF, the undersigned, as President of the Corporation, has executed these Amended and Restated Articles of Incorporation this 22 day of June, 2012.



Brad Title, President and CEO

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, George Ford hereby accepts the appointment as registered agent, and agrees to act in this capacity. George Ford further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 607, Florida Statutes.

Dated: June 22, 2012


George Ford

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