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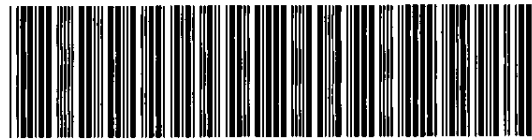
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 08 2016

C. CARROTHERS

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DEPARTMENT OF STATE
16 FEB -5 PM 4:30

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 996341 7110208

AUTHORIZATION :

COST LIMIT : \$35.00

ORDER DATE : February 5, 2016

ORDER TIME : 3:29 PM

ORDER NO. : 996341-005

CUSTOMER NO: 7110208

DOMESTIC AMENDMENT FILING

NAME: PRIORIA ROBOTICS, INC.

EFFECTIVE DATE:

ARTICLES OF AMENDMENT
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Melissa Zender -- EXT# 62956

EXAMINER'S INITIALS: _____

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
PRIORIA ROBOTICS, INC.**

Pursuant to Section 607.1003 and Section 607.1007 of the Florida Business Corporation Act, Prioria Robotics Subsidiary, Inc., a corporation organized and existing under the laws of the State of Florida (the "**Corporation**"), hereby submits the following for the purpose of further amending and restating its Amended and Restated Articles of Incorporation, and does hereby certify as follows:

1. The name of the Corporation is Prioria Robotics, Inc. The Corporation's original Articles of Incorporation were filed on December 15, 2011.

2. Pursuant to Section 607.1003 and Section 607.1007 of the Florida Business Corporation Act, the Board of Directors duly adopted resolutions proposing to amend and restate the Articles of Incorporation of the Corporation, declaring said amendment and restatement to be advisable and in the best interests of the Corporation and its shareholders, and authorizing the appropriate officers of the Corporation to recommend the approval of the amendment and restatement to the shareholders and to solicit the consent of the shareholders therefore.

3. These Amended and Restated Articles of Incorporation amend and restate the provisions of the Articles of Incorporation as set forth in the text of the Amended and Restated Articles of Incorporation attached hereto as Exhibit A and incorporated herein by reference.

4. These Amended and Restated Articles of Incorporation contain amendments to the Amended and Restated Articles of Incorporation requiring shareholder approval.

5. These Amended and Restated Articles of Incorporation were approved by the holders of the requisite number of shares of the Corporation, in accordance with Section 607.0704 of the Florida Business Corporation Act. These Amended and Restated Articles of Incorporation were also approved in accordance with the Articles of Incorporation and Bylaws of the Corporation in effect as of such date.

6. These Amended and Restated Articles of Incorporation were adopted on February 5, 2016 and will be effective upon filing.

[Remainder of page intentionally left blank]

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IN WITNESS WHEREOF, Prioria Robotics, Inc. has caused these Amended and Restated Articles of Incorporation to be signed by Stephen M. Tuner, its President, as of February 5, 2016.

PRIORIA ROBOTICS, INC.

By: Stephen Turner
Stephen M. Turner, President

EXHIBIT A

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
PRIORIA ROBOTICS, INC.**

Prioria Robotics, Inc., a corporation organized and existing under and by virtue of the provisions of the Florida Business Corporation Act of the State of Florida (the “**Business Corporation Act**”), does hereby adopt, amend and restate its Amended and Restated Articles of Incorporation as follows:

ARTICLE I

The name of this corporation is Prioria Robotics, Inc. (the “**Corporation**”).

ARTICLE II

The address of the registered office of the Corporation in the State of Florida is 606 SE Depot Avenue, Gainesville, FL 32601. The name of its registered agent at such address is Stephen Turner. The address of the principal office of the Corporation is 606 SE Depot Avenue, Gainesville, FL 32601.

ARTICLE III

The purpose for which the Corporation is organized is to engage in any lawful act or activity for which corporations may be organized under the Business Corporation Act.

ARTICLE IV

At the time the filing of these Amended and Restated Articles of Incorporation (these “**Articles of Incorporation**”) with the Secretary of State of the State of Florida becomes effective:

(a) each share of the Corporation’s Class C Preferred Exchangeable Stock, no (\$0.00) par value per share, issued and outstanding immediately prior to the effectiveness of this filing, shall be converted (the “**Preferred Stock Conversion**”) into one (1) share of Common Exchangeable Stock, no (\$0.00) par value per share (the “**Common Exchangeable Stock**”); and

(b) effective immediately upon the Preferred Stock Conversion:

(i) each twenty-five (25) shares of Common Stock, no (\$0.00) par value per share, issued and outstanding immediately following the Preferred Stock Conversion

(the "**Pre-Combination Common Stock**") shall be combined into one (1) fully paid and non-assessable share of Common Stock; and

(ii) each twenty-five (25) shares of Common Exchangeable Stock issued and outstanding immediately following the Preferred Stock Conversion (the "**Pre-Combination Common Exchangeable Stock**") and together with the Pre-Combination Common Stock, the "**Pre-Combination Stock**") shall be combined into one (1) fully paid and non-assessable share of Common Exchangeable Stock (clauses (i) and (ii) hereof being referred to as the "**Common Stock Combination**").

Upon the effectiveness of these Articles of Incorporation, the Preferred Stock Conversion and the Common Stock Combination shall occur automatically without any further action by the holders of such shares of Pre-Conversion Preferred Stock or Pre-Combination Stock and whether or not the certificates representing the shares of Pre-Conversion Preferred Stock or Pre-Combination Stock are surrendered to the Corporation; provided, however, that (a) the Corporation shall not be obligated to issue certificates evidencing the shares of Common Stock or Common Exchangeable Stock issuable upon the Preferred Stock Conversion and (b) the Corporation shall not be obligated to issue certificates evidencing the shares of Common Stock or Common Exchangeable Stock issuable upon the Common Stock Combination unless certificates evidencing such shares of Pre-Conversion Preferred Stock and Pre-Combination Stock, respectively, which have been converted and/or combined are either delivered to the Corporation, as hereinafter provided, or the holder notifies the Corporation that such certificates have been lost, stolen or destroyed and executes an agreement satisfactory to the Corporation to indemnify the Corporation from any loss incurred by it in connection therewith.

Upon the surrender the certificates representing such shares of Pre-Conversion Preferred Stock and/or Pre-Combination Stock at the offices of the Corporation or its counsel, the holders thereof shall be entitled to receive as soon as practicable, upon surrender of such certificates, a certificate or certificates representing shares of Common Stock or Common Exchangeable Stock, as the case may be, to which such holder shall be entitled pursuant to the provisions of the preceding paragraphs. Upon the effectiveness of the Preferred Stock Conversion and the Common Stock Combination, and until such time as the certificates representing shares of Pre-Conversion Preferred Stock and Pre-Combination Stock have been surrendered to the Corporation as provided in this paragraph, such certificates shall represent only the right to receive certificates representing shares of Common Stock or Common Exchangeable Stock, as the case may be, in accordance with the terms hereof.

No fractional shares of Common Stock or Common Exchangeable Stock shall be issued upon the Common Stock Combination. In lieu of any fractional shares to which the holder would otherwise be entitled, the Corporation shall pay cash equal to such fraction multiplied by the fair market value of a share of Common Stock or Common Exchangeable Stock, as the case may be, as determined in good faith by the Board of Directors of the Corporation. Whether or not fractional shares would be issuable upon the Common Stock Combination shall be determined on the basis of the total number of shares of Pre-Combination Stock the holder is converting into Common Stock or Common Exchangeable Stock, as the case may be, and the

aggregate number of shares of Common Stock or Common Exchangeable Stock, as the case may be, issuable upon such Combination Stock Combination.

Immediately following the Preferred Stock Conversion and the Common Stock Combination, the authorized capital stock of the Corporation shall be as follows:

The total number of shares of all classes of stock which the Corporation shall have authority to issue is 37,763 shares of common stock, no (\$0.00) par value per share, of which (a) 400 shares shall be designated Common Stock and (b) 37,363 shares shall be designated Common Exchangeable Stock.

The following is a statement of the designations and the powers, privileges and rights, and the qualifications, limitations or restrictions thereof in respect of each class of capital stock of the Corporation.

A. COMMON STOCK

1. Voting Rights. The holders of the Common Stock shall be entitled to one (1) vote for each share of Common Stock held by them at all meetings of shareholders.

2. Dividend Rights. The holders of the Common Stock shall be entitled to receive such dividends as are declared by the Board of Directors of the Corporation on the Common Stock.

3. Liquidation Rights. The holders of the Common Stock shall be entitled to receive, subject to the other provisions hereof, the remaining property of the Corporation upon any liquidation, dissolution or winding-up of the affairs of the Corporation, whether voluntary or involuntary.

B. COMMON EXCHANGEABLE STOCK

1. Voting Rights. The holders of the Common Exchangeable Stock shall not be entitled to any voting rights with respect to the Corporation. Notwithstanding the foregoing, no provision of this Section B shall be amended or modified (whether by amendment, restatement, merger, consolidation or otherwise) without the approval of the holders of a majority of the outstanding Common Exchangeable Stock.

2. Dividend Rights. Subject to Section **Error! Reference source not found.**, the holders of the Common Exchangeable Stock shall be entitled to receive such dividends as are declared by the Board of Directors of the Corporation on the Common Exchangeable Stock.

3. Liquidation Rights. Upon any liquidation, dissolution or winding-up of the affairs of the Corporation, whether voluntary or involuntary, the Corporation shall deliver, or cause to be delivered to the holders of Common Exchangeable Stock, the Exchangeable Share Consideration, as such term is defined in that certain Amended and Restated Put and Support Agreement dated on or about the filing date of these Amended and Restated Articles of

Incorporation, it being understood that they shall not be entitled to receive any other amount or be entitled to any of the otherwise remaining property of the Corporation.

ARTICLE V

Subject to any additional vote required by these Amended and Restated Articles of Incorporation, in furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, repeal, alter, amend and rescind any or all of the Bylaws of the Corporation.

ARTICLE VI

Subject to any additional vote required by these Amended and Restated Articles of Incorporation, the number of directors of the Corporation shall be determined in the manner set forth in the Bylaws of the Corporation.

ARTICLE VII

The books of the Corporation may be kept outside the State of Florida at such place or places as may be designated from time to time by the Board of Directors or in the Bylaws of the Corporation.

ARTICLE VIII

No Director of the Corporation shall have personal liability arising out of an action whether by or in the right of the Corporation or otherwise for monetary damages for breach of fiduciary duty as a director; provided, however, that the foregoing shall not limit or eliminate the liability of a director (i) for any breach of the Director's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under the applicable provisions of the Business Corporation Act or any successor provision, (iv) for any transaction from which such Director derived an improper personal benefit, or (v) acts or omissions occurring prior to the date of the effectiveness of this provision.

Furthermore, notwithstanding the foregoing provision, in the event that the Business Corporation Act is amended or enacted to permit further limitation or elimination of the personal liability of a director, the personal liability of the Corporation's Directors shall be limited or eliminated to the fullest extent permitted by the applicable law.

This provision shall not affect any provision permitted under the Business Corporation Act, in these Articles of Incorporation, as amended from time to time, the Bylaws of the Corporation, as amended from time to time, or contract or resolution of the Corporation indemnifying or agreeing to indemnify a Director against personal liability. Any repeal or modification of this provision shall not adversely affect any limitation hereunder on the personal liability of the Director with respect to acts or omissions occurring prior to such repeal or modification.

In the event that a member of the Board of Directors of the Corporation who is also a partner or employee of an entity that is a holder of Preferred Stock and that is in the business of investing and reinvesting in other entities, or an employee of an entity that manages such an entity (each, a "**Fund**") acquires knowledge of a potential transaction or other matter in such individual's capacity as a partner or employee of the Fund or the manager or general partner of the Fund (and other than directly in connection with such individual's service as a member of the Board of Directors of the Corporation or any Subsidiary) and that may be an opportunity of interest for both the Corporation and any Subsidiary and such Fund (a "**Corporate Opportunity**"), then the Corporation (i) renounces any expectancy that such director or Fund offer an opportunity to participate in such Corporate Opportunity to the Corporation and (ii) to the fullest extent permitted by law, waives any claim that such opportunity constituted a Corporate Opportunity that should have been presented by such director or Fund to the Corporation or any of its affiliates.

ARTICLE IX

To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) directors, officers and agents of the Corporation (and any other persons to which Business Corporation Act permits the Corporation to provide indemnification) through Bylaw provisions, agreements with such agents or other persons, vote of shareholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 607.0850 of the Business Corporation Act.

Any amendment, repeal or modification of the foregoing provisions of this Article IX shall not adversely affect any right or protection of any director, officer or other agent of the Corporation existing at the time of such amendment, repeal or modification.