

P120000020130

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

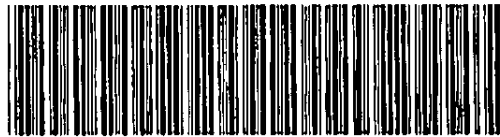
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900271316319

04/07/15--01024--018 **35.00

FILED
15 APR -7 AM 7:45
CLERK OF U.S. DISTRICT COURT
MIDDLE DISTRICT OF FLORIDA

CRM
4-10-15

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: **STADSON TECHNOLOGY CORPORATION**

DOCUMENT NUMBER: **P12000020130**

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

DAVID H. SALMON

Name of Contact Person

SALMON LEGAL GROUP, PL

Firm/ Company

1395 BRICKELL AVE., SUITE 800

Address

MIAMI, FL 33131

City/ State and Zip Code

DAVID@SALMONLEGAL.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

DAVID H. SALMON

Name of Contact Person

786

508-2020

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

STADSON TECHNOLOGY CORPORATION

(Name of Corporation as currently filed with the Florida Dept. of State)

P12000020130

(Document Number of Corporation (If known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated," or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co." A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

**B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)**

**C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)**

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent **SALMON LEGAL GROUP, PLLC**
1395 BRICKELL AVE., SUITE 800

(Florida street address)

New Registered Office Address: **MIAMI**, Florida **33131**
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:
I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.


Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

X Change PT John Doe
 X Remove V Mike Jones
 X Add SV Sally Smith

Type of Action
(Check One)

Title

Name

Address

- 1) ☒ Change
☐ Add
☐ Remove

D

HUDSON, MATHEW L

865 SE 15TH AVE

DEERFIELD BEACH, FL

33441

- 2) ☒ Change
☐ Add
☐ Remove

D

STADLANDER, ANDREW

865 SE 15TH AVE

DEERFIELD BEACH, FL

33441

- 3) ☐ Change
☐ Add
☐ Remove

- 4) ☐ Change
☐ Add
☐ Remove

- 5) ☐ Change
☐ Add
☐ Remove

- 6) ☐ Change
☐ Add
☐ Remove

E. If amending or adding additional Articles, enter change(s) here:
(Attach additional sheets, if necessary). (Be specific)

See attached Second Amended and Restated Articles of Incorporation which replace
the current Amended and Restated Articles of Incorporation in their entirety.

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares,
provisions for implementing the amendment if not contained in the amendment itself:
(if not applicable, indicate N/A)

N/A

The date of each amendment(s) adoption: 9/9/14 if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

The number of votes cast for the amendment(s) was/were sufficient for approval

by _____
(voting group)

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated 03/30/15

Signature _____

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

MATHEW HUDSON

(Typed or printed name of person signing)

DIRECTOR, CEO

(Title of person signing)

SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

STADSON TECHNOLOGY CORPORATION

ARTICLE I

The name of the corporation is Stadson Technology Corporation (the "Company").

ARTICLE II

The address of the Company's principal address in the State of Florida is 751 Park of Commerce Drive, Suite 128, Boca Raton, FL 33487. The name of its registered agent is Salmon Legal Group, P.L., whose address is 1395 Brickell Avenue, Suite 800, Miami, FL 33131.

ARTICLE III

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

ARTICLE IV

The aggregate number of shares which the Company shall have authority to issue is 110,000,000 shares of capital stock all of which shall be designated "Common Stock" and have a par value of \$0.0001 per share.

ARTICLE V

The business and affairs of the Company shall be managed by or under the direction of the Board of Directors. Elections of directors need not be by written ballot unless otherwise provided in the Bylaws of the Company. In furtherance of and not in limitation of the powers conferred by the laws of the state of Florida, the Board of Directors of the Company is expressly authorized to make, amend or repeal Bylaws of the Company.

ARTICLE VI

(A) To the fullest extent permitted by the Florida Business Corporation Act, as the same exists or as may hereafter be amended, a director of the Company shall not be personally liable to the Company or its stockholders for monetary damages for breach of fiduciary duty as a director.

(B) The Company shall indemnify to the fullest extent permitted by law any person made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he, his testator or intestate is or was a director or officer of the Company or any predecessor of the Company, or serves or served at any other enterprise as a director or officer at the request of the Company or any predecessor to the Company.

(C) Neither any amendment nor repeal of this Article VI, nor the adoption of any provision of the Company's Second Amended and Restated Articles of Incorporation inconsistent with this Article VI, shall eliminate or reduce the effect of this Article VI in respect of any matter occurring, or any action or proceeding accruing or arising or that, but for this Article VI, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

ARTICLE VII

Unless the Company consents in writing to the selection of an alternative forum, the State of Florida shall be the sole and exclusive forum for (A) any derivative action or proceeding brought on behalf of the Company, (B) any action or proceeding asserting a claim of breach of a fiduciary duty owed by any director or officer of the Company to the Company or the Company's stockholders, (C) any action or proceeding asserting a claim against the Company arising pursuant to any provision of the Florida Business Corporation Act or the Company's Second Amended and Restated Articles of Incorporation or Bylaws, or (D) any action or proceeding asserting a claim against the Company governed by the internal affairs doctrine.

ARTICLE VIII

The name and mailing address of the incorporator is as follows:

Mathew Hudson
751 Park of Commerce Drive, Suite 128
Boca Raton, FL 33487

Executed on

9/9/14

By:

Mathew Hudson, Director