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AMENDED AND RESTATED ARTICLES OF INCORPORATION

2018 JUN 22 A 9:13

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WEBSTAR NETWORKS CORPORATION

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act (the "FBCA"), WEBSTAR NETWORKS CORPORATION, a corporation organized and existing under and by virtue of the FBCA (the "Corporation"), hereby certifies that:

FIRST: The Articles of Incorporation of the Corporation were filed with the Secretary of State of Florida on December 31, 2012, Document No. P12000104505.

SECOND: these Amended and Restated Articles of Incorporation (the "Amended and Restated Articles") shall amend, restate and supersede in their entirety any and all prior Articles of Incorporation, as amended, including, without limitation, any Articles of Amendment, filed with the State of Florida from the date of the Corporation's original incorporation through the date hereof.

ARTICLE I - NAME

The name of the corporation is WEBSTAR NETWORKS CORPORATION (the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act, as amended (the "Act"), of the State of Florida.

ARTICLE III - CAPITAL STOCK

Section 1. Authorized Capital Stock. The aggregate number of shares which the Corporation shall have the authority to issue is 425,000,000 shares, of which 400,000,000 shares shall be Common Stock, par value \$.0001 per share (the "Common Stock"), and 25,000,000 shares shall be Preferred Stock, par value \$.0001 per share (the "Preferred Stock").

Section 2. Preferred Stock. The Board of Directors is authorized at any time, and from time to time, to provide for the issuance of shares of Preferred Stock in one or more series, and to determine the designations, preferences, limitations and relative or other rights of the Preferred Stock or any series thereof. For each series, the Board of directors shall determine, by resolution or resolutions adopted prior to the issuance of any shares thereof, the designations, preferences, limitations and relative or other rights thereof, including but not limited to the following relative rights and preferences, as to which there may be variations among different series:

- (a) The rate and manner of payment of dividends, if any;
- (b) Whether shares may be redeemed and, if so, the redemption price and the terms and conditions of redemption;
- (c) The amount payable upon shares in the event of liquidation, dissolution or other winding-up of the Corporation;
- (d) Sinking fund provisions, if any, for the redemption or purchase of shares;
- (e) The terms and conditions, if any, on which shares may be converted or exchanged;
- (f) Voting rights, if any; and
- (g) Any other rights and preferences of such shares, to the full extent now or hereafter permitted by the laws of the State of Florida.

The Board of Directors shall have the authority to determine the number of shares that will comprise each series.

Prior to the issuance of any shares of a series, but after adoption by the Board of Directors of the resolution establishing such series, the appropriate officers of the Corporation shall file such documents with the State of Florida as may be required by law.

Section 3. Rights, Preferences and Restrictions of Designated Series A Preferred Stock.

Section 3.1. Designation and Amount. There shall be a series of the voting preferred stock of the Company which shall be designated as the "Series A Preferred Stock," \$0.0001 par value, and the number of shares constituting such series shall be 18,000,000. Such number of shares may be increased or decreased by resolution of the Board of Directors; provided, however, that no decrease shall reduce the number of shares of Series A Preferred Stock to a number less than that of the shares then outstanding plus the number of shares issuable upon exercise of outstanding rights, options or warrants or upon conversion of outstanding securities issued by the Company.

Section 3.2. Voting Rights. The holders of shares of Series A Preferred Stock shall have the following voting rights:

- (a) Each share of Series A Preferred Stock shall entitle the holder thereof to one vote on all matters submitted to a vote of the stockholders of the Company.
- (b) Except as otherwise provided herein, in the Company's Articles or by laws, the holders of shares of Series A Preferred Stock, the Series B Preferred Stock, the holders of shares of Common Stock, and the holders of shares of any other capital stock of the Company having general voting rights shall vote together as one class on all matters submitted to a vote of stockholders of the Company.

Section 3.3. Liquidation. Upon any liquidation, dissolution or winding-up of the Company, whether voluntary or involuntary (a "Liquidation"), the holders of the Series A Preferred Stock shall be entitled to receive out of the assets, whether capital or surplus, of the Company an amount equal to the par value of the Series A Preferred Stock for each share of Series A Preferred Stock, and if the assets of the Company shall be insufficient to pay in full such amounts, then the entire assets to be distributed to the stockholders of the Corporation shall be ratably distributed among the stockholders in accordance with the respective amounts that would be payable on such shares if all amounts payable thereon were paid in full.

Section 3.4. Conversion and Redemption.

a) Conversions at Option of Holder. Each share of Series A Preferred Stock shall be convertible, at any time after the date of issuance, and from time to time from and thereafter at the option of the Holder thereof, into that number of shares of Common Stock determined by multiplying the number of shares of Series A Preferred Stock by the Conversion Rate. Holders shall effect conversions by providing the Company with the form of conversion notice attached hereto as Annex A (a "Notice of Conversion"). Each Notice of Conversion shall specify the number of shares of Series A Preferred Stock to be converted, the number of shares of Series A Preferred Stock owned prior to the conversion at issue, the number of shares of Series A Preferred Stock owned subsequent to the conversion at issue and the date on which such conversion is to be effected, which date may not be prior to the date the applicable Holder delivers by facsimile such Notice of Conversion to the Company (such date, the "Conversion Date"). If no Conversion Date is specified in a Notice of Conversion, the Conversion Date shall be the date that such Notice of Conversion to the Company is deemed delivered hereunder. No ink-original Notice of Conversion shall be required, nor shall any medallion guarantee (or other type of guarantee or notarization) of any Notice of Conversion form be required. The calculations and entries set forth in the Notice of Conversion shall control in the absence of manifest or mathematical error. To effect conversions of shares of Series A Preferred Stock, a Holder shall not be required to surrender the certificate(s) representing the shares of Series A Preferred Stock to the Company unless all of the shares of Series A Preferred Stock represented thereby are so converted, in which case such Holder shall deliver the certificate representing such shares of Series A Preferred Stock promptly following the Conversion Date at issue. Shares of Series A Preferred Stock converted into Common Stock or redeemed in accordance with the terms hereof shall be canceled and shall not be reissued.

b) Conversion Rate. The conversion rate for the Series A Preferred Stock shall equal to thirteen (13) (the "Conversion Rate").

c) Conversions at Option of the Corporation. Five (5) business days after the date of written notice by the Corporation to the holder of the Series A Preferred Stock, each share of Series A Preferred Stock shall be automatically and without further action on the part of any holder of Series A Preferred Stock be converted into the number of shares of fully paid and nonassessable shares of Common Stock derived by multiplying the number of Shares of Series A Preferred Stock by the Conversion Rate. Upon such conversion, each share of Series A Preferred Stock shall be cancelled and not subject to reissuance.

Section 4. Rights, Preferences and Restrictions of Designated Series B Preferred Stock.

Section 4.1. Designation and Amount. There shall be a series of the voting preferred stock of the Company which shall be designated as the "Series B Preferred Stock," \$0.0001 par value, and the number of shares constituting such series shall be one (1). Such number of shares may be increased or decreased by resolution of the Board of Directors; provided, however, that no decrease shall reduce the number of shares of Series B Preferred Stock to a number less than that of the shares then outstanding plus the number of shares issuable upon exercise of outstanding rights, options or warrants or upon conversion of outstanding securities issued by the Company.

Section 4.2. Voting Rights. The holders of shares of Series B Preferred Stock shall have the following voting rights:

(a) Each share of Series A Preferred Stock shall entitle the holder thereof to a number of votes on all matters submitted to a vote of the stockholders of the Company in an amount that shall be equal to 80% of all votes cast at any meeting of stockholders, or any issue put to the stockholders for voting and the Company may state that any such action was had by vote of all stockholders that exceeded a majority.

(b) Except as otherwise provided herein, in the Company's Articles or by laws, the holders of shares of Series A Preferred Stock, the holders of the Series B Preferred Stock, the holders of shares of Common Stock, and the holders of shares of any other capital stock of the Company having general voting rights shall vote together as one class on all matters submitted to a vote of stockholders of the Company.

Section 4.3. Liquidation. Upon any liquidation, dissolution or winding-up of the Company, whether voluntary or involuntary (a "Liquidation"), the holders of the Series B Preferred Stock shall be entitled to receive out of the assets, whether capital or surplus, of the Company an amount equal to the par value of the Series B Preferred Stock for each share of Series B Preferred Stock, and if the assets of the Company shall be insufficient to pay in full such amounts, then the entire assets to be distributed to the stockholders of the Corporation shall be ratably distributed among the stockholders in accordance with the respective amounts that would be payable on such shares if all amounts payable thereon were paid in full.

Section 4.4. Conversion and Redemption.

a) The holders of the Series A Preferred Stock shall not have any conversion rights.

ARTICLE IV - PRINCIPAL OFFICE

The street address of the principal office and mailing address of the Corporation is 555 8th Street, Unit G, Holly Hill, FL 32117.

ARTICLE V - BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed under the direction of a Board of Directors which shall consist of not less than one person. The manner of election and qualifications shall be provided in the Bylaws of the Corporation. The exact number of directors shall be fixed from time to time by the Board of Directors pursuant to resolution adopted by a majority of the full Board of Directors.

ARTICLE VI - NO PREEMPTIVE RIGHTS

No preemptive rights to acquire additional securities issued by the Corporation shall exist with respect to shares of stock or securities convertible into shares of stock of the Corporation, except to the extent otherwise provided by contract.

ARTICLE VII - NO CUMULATIVE VOTING

At each election for directors, every stockholder entitled to vote at such election has the right to vote in person or by proxy the number of shares held by such stockholder for as many persons as there are directors to be elected. No cumulative voting for directors, however, shall be permitted.

ARTICLE VIII - BYLAWS

The Board of Directors shall have the power to adopt, amend or repeal the Bylaws or adopt new Bylaws. Nothing herein shall deny the concurrent power of the stockholders to adopt, alter, amend or repeal the Bylaws.

ARTICLE IX - LIMITATION OF OFFICERS' AND DIRECTORS' LIABILITY

An officer or director shall have no liability to the Corporation or its stockholders for monetary damages for conduct as a director, except for acts or omissions that involve intentional misconduct by the director, or a knowing violation of law by the director, or for conduct violating the FBCA, or for any transaction from which the director will personally receive a benefit in money, property or services to which the director is not legally entitled. If the FBCA is hereafter amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of an officer or director shall be eliminated or limited to the full extent permitted by the FBCA. Any repeal or modification of this Article shall not adversely affect any right or protection of an officer or director of the Corporation existing at the time of such repeal or modification for or with respect to an act or omission of such officer or director occurring prior to such repeal or modification.

ARTICLE X - INDEMNIFICATION

Section 1. Right to Indemnification. Each person (including here and hereinafter, the heirs, executors, administrators or estate of such person) (1) who is or was a director or officer of the Corporation or who is or was serving at the request of the Corporation in the position of a director, officer, trustee, partner, agent or employee of another corporation, partnership, joint venture, trust or other enterprise, or (2) who is or was an agent or employee (other than an officer) of the Corporation and as to whom the Corporation has agreed to grant such indemnity, shall be indemnified by the Corporation as of right to the fullest extent permitted or authorized by current or future legislation or by current or future judicial or administrative decision (but, in the case of any future legislation or decision, only to the extent that it permits the Corporation to provide broader indemnification rights than permitted prior to the legislation or decision), against

all fines, liabilities, settlements, costs and expenses, including attorneys' fees, asserted against him or incurred by him in his capacity as such director, officer, trustee, partner, agent or employee, or arising out of his status as such director, officer, trustee, partner, agent or employee. The foregoing right of indemnification shall not be exclusive of other rights to which those seeking indemnification may be entitled. The Corporation may maintain insurance, at its expense, to protect itself and any such person against any such fine, liability, cost or expense, including attorney's fees, whether or not the Corporation would have the legal power to directly indemnify him against such liability.

Section 2. Advances. Costs, charges and expenses (including attorneys' fees) incurred by a person referred to in Section 1 of this Article VI in defending a civil or criminal suit, action or proceeding may be paid (and, in the case of directors and officers of the Corporation, shall be paid) by the Corporation in advance of the final disposition thereof upon receipt of an undertaking to repay all amounts advanced if it is ultimately determined that the person is not entitled to be indemnified by the Corporation as authorized by this Article VI, and upon satisfaction of other conditions established from time to time by the Board of Directors or which may be required by current or future legislation (but, with respect to future legislation, only to the extent that it provides conditions less burdensome than those previously provided).

Section 3. Savings Clause. If this Article VI or any portion of it is invalidated on any ground by a court of competent jurisdiction, the Corporation shall nevertheless indemnify each director and officer of the Corporation to the fullest extent permitted by all portions of this Article VI that has not been invalidated and to the fullest extent permitted by law.

Effective Date. The effective date of these Amended and Restated Articles shall be the close of business on date of filing with the Secretary of State of Florida.

Adoption of Amendment. The foregoing Amend and Restated Articles of Incorporation was approved by the Board of Directors of the Corporation by unanimous written consent in lieu of meeting on June 19, 2018.

The amendment was approved by the written consent of holders a majority of our outstanding common stock, our only voting group, on June 11, 2018. The number of votes cast for the amendment was sufficient for approval by holders of common stock, our only voting group.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation as of June 19, 2018.

WEBSTAR NETWORKS CORPORATION

By: _____

Name: James Owens

Title: President