

P13000100187

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C. LEWIS
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BY AMMER



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 31, 2014

RIVERVIEW30 INC.
PO BOX 10562
TAMPA, FL 33679 US

SUBJECT: REVIEW30 INC.
Ref. Number: P13000100187

We have received your document for REVIEW30 INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

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.

Carolyn Lewis
Regulatory Specialist II

Letter Number: 914A00016427

RESTATED ARTICLES OF INCORPORATION

OF

REVIEW30 INC.

ARTICLE I

NAME

P13000100187

The name of the Corporation is Review30 Inc.

ARTICLE II

ADDRESS

The principal place of business if the corporation is:

4928 W. Melrose Avenue North
Tampa, FL 33629

The mailing address of the corporation is:

P.O. Box 10562
Tampa, FL 33679

ARTICLE III

CORPORATE PURPOSE

The purpose for which the corporation is organized is to conduct any and all lawful business.

ARTICLE IV

CAPITAL STOCK

Section 1. Authorized Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 100,000,000 shares.

Section 2. Class A Common Stock. The Board of Directors is authorized at any time, and from time to time, to provide for the issuance of up to 3,100,000 shares of Class A Common Stock which entitle the holder of one share of the stock to have three votes on issues upon which the shareholders of the corporation are entitled to vote pursuant to the bylaws of reView30, Inc. or any law governing the affairs of reView30, Inc.

Section 3. Class B Common Stock. The Board of Directors is authorized at any time, and from time to time, to provide for the issuance of up to 46,000,000 shares of Class B Common Stock which entitle the holder of one share of the stock to have one vote on issues upon which the shareholders of the corporation are entitled to vote

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pursuant to the bylaws of reView30, Inc. or any law governing the affairs of reView30, Inc.

Section 4. Class A Preferred Stock. The Board of Directors is authorized at any time, and from time to time, to provide for the issuance of up to 3,000,000 shares of Class A Preferred Stock which shall entitle the holder of each share to the following rights and preferences:

1. Dividends. Non-cumulative dividends will be paid on the shares of Class A Preferred Stock in an amount equal to 8% of the purchase price per share set by the Board of Directors for an issuance of the shares of Class A Preferred Stock.

2. Liquidation Preference. If the Corporation shall commence a voluntary case under the U.S. Federal bankruptcy laws or any other applicable bankruptcy, insolvency or similar law, or consent to the entry of an order for relief in an involuntary case under any law or to the appointment of a receiver, liquidator, assignee, custodian, trustee, sequester (or other similar official) of the Corporation or of any substantial part of its property, or make an assignment for the benefit of its creditors, or admit in writing its inability to pay its debts generally as they become due, or if a decree or order for relief in respect of the Corporation shall be entered by a court having jurisdiction in the premises in an involuntary case under the U.S. Federal bankruptcy laws or any other applicable bankruptcy, insolvency or similar law resulting in the appointment of a receiver, liquidator, assignee, custodian, trustee, sequestrator (or other similar official) of the Corporation or of any substantial part of its property, or ordering the winding up or liquidation of its affairs, and any such decree or order shall be unstayed and in effect for a period of 90 consecutive days and, on account of any such event, the Corporation shall liquidate, dissolve or wind up, or if the Corporation shall otherwise liquidate, dissolve or wind up, including, but not limited to, a Change of Control Event (each a "**Liquidation Event**"), no distribution shall be made to the holders of any shares of capital stock of the Corporation (other than Senior Securities pursuant to the rights, preferences and privileges thereof, if any) upon liquidation, dissolution or winding up unless prior thereto the holders of shares of Class A Preferred Stock shall have received the Liquidation Preference with respect to each share of Class A Preferred Stock. If, upon the occurrence of a Liquidation Event, the assets and funds available for distribution among the holders of the Class A Preferred Stock and holders of securities which on a parity with Class A Preferred Stock (the "**Parity Securities**"), if any, shall be insufficient to permit the payment to such holders of the preferential amounts payable thereon, then the entire assets and funds of the Corporation legally available for distribution to the Class A Preferred Stock and the Parity Securities, if any, shall be distributed ratably among such shares in proportion to the ratio that the Liquidation Preference payable on each such share bears to the aggregate Liquidation Preference payable on all such shares.

The purchase or redemption by the Corporation of stock of any class, in any manner permitted by law, shall not, for the purposes hereof, be regarded as a liquidation, dissolution or winding up of the Corporation.

The Liquidation Preference with respect to a share of Class A Preferred Stock

means an amount equal to the Face Amount thereof plus 8% of the Face Amount, less the amount of any Dividends paid to holders of shares of Class A Preferred Stock during the calendar year in which the Liquidation Event occurs, which subtracted amount shall not exceed 8% of the face amount. The Liquidation Preference with respect to any Parity Securities, if any, shall be as set forth in the Certificate of Designation filed in respect thereof.

As used in this section 3, the term "**Change of Control Event**" shall mean:

(i) if the Corporation sells, conveys or disposes of all or substantially all of its assets (the presentation of any such transaction for stockholder approval being conclusive evidence that such transaction involves the sale of all or substantially all of the assets of the Corporation); or

(ii) the Corporation merges or consolidates with or into, or engages in any other business combination with, any other person or entity, in any case, which results in either (A) the holders of the voting securities of the Corporation immediately prior to such transaction holding or having the right to direct the voting of fifty percent (50%) or less of the total outstanding voting securities of the Corporation or such other surviving or acquiring person or entity immediately following such transaction or (B) the members of the Board or other governing body of the Corporation comprising fifty percent (50%) or less of the members of the Board or other governing body of the Corporation or such other surviving or acquiring person or entity immediately following such transaction.

Holders of the Class A Preferred Stock shall not be entitled, upon the liquidation, dissolution or winding up of the Corporation, to receive any amounts with respect to such stock other than the amounts referred to in this paragraph 3. Nothing contained herein shall be deemed to prevent the purchase of the Class A Preferred Stock or the conversion of the Class A Preferred Stock pursuant to paragraph 5 herein prior to liquidation, dissolution or winding up.

Whenever the distribution provided for in this Section 3 shall be payable in securities or property other than cash, the value of such distribution shall be the fair market value of such securities or other property as determined in good faith by the Board of Directors.

3. **Redemption.** The shares of Class A Preferred Stock shall not be redeemable by either the Corporation or the holder thereof, except that nothing contained herein shall be deemed to prevent the Corporation from purchasing the Class A Preferred Stock from the holder thereof.

4. **Conversion at the Option of the Holder.** After a holder of shares of Class A Preferred Stock has held the shares for at least 36 months, the holder may convert his shares of Class A Preferred Stock into shares of the Corporation's Class B Common Stock. Each share of Class A Preferred Stock owned by the holder for at least 36 months shall be convertible into two (2) shares of the Corporation's Class B Common Stock.

Each conversion of a share or shares of Class A Preferred Stock shall be effected by surrender of the certificate or certificates representing the shares to be converted, duly endorsed to the Corporation or in blank (and if requested by the Corporation or transfer agent, with all signatures guaranteed), at the principal office of the Corporation or transfer agent (or such other office or agency of the Corporation as the Corporation may designate by notice in writing to the holders of the Class A Preferred Stock) at any time during its usual business hours. The Corporation shall, as soon as practicable thereafter, issue and deliver by registered or certified mail, addressed to the person for whose account surrender of the share or shares of Class A Preferred Stock was made at such person's last known address according to the records of the Corporation, or to his nominee or nominees, certificates for the number of whole shares of Class B Common Stock to which he shall be entitled, together with a cash payment in respect of any fraction of a share, in an amount determined in good faith by the Board, if not convertible into a number of whole shares. Conversion shall be deemed to have been made as of the date of the exercise by the holder of the election set forth in this Section 5, and the person or persons entitled to receive the Class B Common Stock issuable upon conversion shall be treated for all purposes as the record holder or holders of such Class B Common Stock on such date.

The number of shares of Class B Common Stock into which the shares of Class A Preferred Stock shall be convertible shall be subject to adjustment as follows: In case the Corporation shall (A) declare a dividend on its Class B Common Stock payable in shares of its capital stock, (B) subdivide its outstanding shares of Class B Common Stock, (C) combine its outstanding shares of Class B Common Stock into a smaller number of shares, or (D) issue, by reclassification of its shares of Class B Common Stock (including any such reclassification in connection with a merger or consolidation in which the Corporation is the continuing corporation), any shares of stock of the Corporation, the conversion rate in effect at the time of the record date for such dividend or of the effective date of such subdivision, combination or reclassification shall be proportionately adjusted so that the holder of any Class A Preferred Stock surrendered for conversion after such date shall be entitled to receive upon the conversion of such shares, the number and kind of shares which he would have owned or have been entitled to receive after the happening of any of the events described herein had such Class A Preferred Stock been converted immediately prior to such date. Such adjustment shall be made successively whenever any event listed above shall occur.

The Corporation shall at all times reserve and keep available out of its authorized but unissued Class B Common Stock, solely for the purpose of effecting the conversion of the shares of Class A Preferred Stock, the full number of shares of Class B Common Stock deliverable upon conversion of all shares of the Class A Preferred Stock from time to time outstanding.

The Corporation shall from time to time, in accordance with the laws of the State of Florida, increase the authorized number of shares of its Class B Common Stock if at any time the number of shares of Class B Common Stock remaining unissued shall not

be sufficient to permit the conversion of all the then outstanding Class A Preferred Stock.

Whenever the number of shares of Class B Common Stock deliverable upon the conversion of each share of Class A Preferred Stock shall be adjusted pursuant to the provisions of this section, the Corporation shall promptly (A) make available at the principal office of the Corporation or transfer agent a statement, signed by the Chairman of the Board or the President or a Vice-President of the Corporation, setting forth, in reasonable detail, the adjustment and the method of calculation and the facts requiring such adjustment, and (B) mail to all holders of shares of Class A Preferred Stock, at their last addresses as they shall appear upon the books of the Corporation, a notice of such adjustment which sets forth the adjusted number of shares of Class B Common Stock deliverable upon the conversion of each share of Class A Preferred Stock.

5. **No Participation Rights.** The holders of Class A Preferred Stock shall not have a right to participate with respect to the issuance or possible issuance of (i) future equity or equity-linked securities, or (ii) debt which is convertible into equity or in which there is an equity component

6. **Voting Rights.** The holders of the Class A Preferred Stock shall have no voting power whatsoever, except as otherwise provided by Florida law.

Notwithstanding the above, the Corporation shall provide each holder of Class A Preferred Stock with prior notification of any meeting of the stockholders (and copies of proxy materials and other information sent to stockholders). If the Corporation takes a record of its stockholders for the purpose of determining stockholders entitled to (i) receive payment of any dividend or other distribution, any right to subscribe for, purchase or otherwise acquire (including by way of merger, consolidation or recapitalization) any share of any class or any other securities or property, or to receive any other right, or (ii) to vote in connection with any proposed sale, lease or conveyance of all or substantially all of the assets of the Corporation, or any proposed merger, consolidation, liquidation, dissolution or winding up of the Corporation, the Corporation shall mail a notice to each holder of Class A Preferred Stock, at least 15 days prior to the record date specified therein (or 45 days prior to the consummation of the transaction or event, whichever is earlier, but in no event earlier than public announcement of such proposed transaction), of the date on which any such record is to be taken for the purpose of such vote, dividend, distribution, right or other event, and a brief statement regarding the amount and character of such vote, dividend, distribution, right or other event to the extent known at such time.

To the extent that under Florida law the vote of the holders of the Class A Preferred Stock, voting separately or as a class, as applicable, is required to authorize a given action of the Corporation, the affirmative vote or consent of the holders of at least a majority of the then outstanding shares of the Class A Preferred Stock represented at a duly held meeting at which a quorum is present or by written consent of the Majority Holders (except as otherwise may be required under Florida law) shall constitute the approval of such action by the class. To the extent that under Florida law holders of the

Class A Preferred Stock are entitled to vote on a matter with holders of common stock, voting together as one class, each share of Class A Preferred Stock shall be entitled to a number of votes equal to the number of shares of Class B Common Stock into which it is then convertible using the record date for the taking of such vote of stockholders as the date as of which the Conversion Price is calculated.

If in connection with any Liquidation Event, the holders of the Class A Preferred Stock are entitled to vote to approve such Liquidation Event as a class, then the holders of such Class A Preferred Stock shall agree to vote their shares in favor of the Liquidation Event, conditioned on the receipt by all holders of Class A Preferred Stock of their respective Liquidation Preference, in full.

- 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 5. Creation of Additional Classes of Common and Preferred Stock. The Board of Directors is authorized at any time, and from time to time, to provide for the creation and issuance of additional classes of common or preferred stock and to determine the designations, preferences, limitations and relative or other rights of the class. For each class, 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 classes:

- 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.

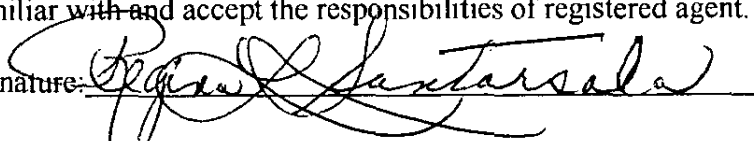
ARTICLE V REGISTERED AGENT

The name and Florida street address of the registered agent is:

Regina L. Santorsola
4928 W. Melrose Avenue North
Tampa, FL 33629

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature:

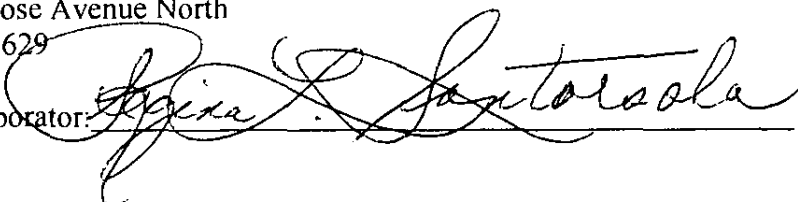


ARTICLE VI INCORPORATOR

The name and address of the incorporator is:

Regina L. Santorsola
4928 W. Melrose Avenue North
Tampa, FL 33629

Signature of Incorporator:



**ARTICLE VII
OFFICERS**

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Title: President
Regina L. Santorsola
4928 W. Melrose Avenue North
Tampa, FL 33629

Title: Vice President
Steve Santorsola
4928 W. Melrose Avenue North
Tampa, FL 33629

**ARTICLE VIII
EFFECTIVE DATE OF CORPORATION**

The effective date for this corporation shall be December 17, 2013.

Dated:
July 12, 2014

REVIEW30 INC.
By Regina L. Santorsola
Regina L. Santorsola
Witness: [Signature]
Print Name: Sheryl Nicholson

**Designations, Rights and Preferences
of Class A Convertible Preferred Stock of reView30 Inc.**

RESOLVED, that pursuant to the authority expressly granted to its Board of Directors (the "**Board**"), reView30 Inc. (the "**Corporation**"), hereby creates a class of preferred stock, with no par value, and determines the designation and number of shares which constitute such class and the voting rights, preferences, limitations and special rights, if any, of such class as follows:

1. **Designation and Number of Shares.** This class of Preferred Stock shall be designated as Class A Preferred Stock. (hereinafter called "**Class A Preferred Stock**") and shall consist of a total of 3,000,000 shares, with no par value.

2. **Dividends.** Non-cumulative dividends will be paid on the shares of Class A Preferred Stock in an amount equal to 8% of the purchase price per share set by the Board of Directors for an issuance of the shares of Class A Preferred Stock.

3. **Liquidation Preference.** If the Corporation shall commence a voluntary case under the U.S. Federal bankruptcy laws or any other applicable bankruptcy, insolvency or similar law, or consent to the entry of an order for relief in an involuntary case under any law or to the appointment of a receiver, liquidator, assignee, custodian, trustee, sequester (or other similar official) of the Corporation or of any substantial part of its property, or make an assignment for the benefit of its creditors, or admit in writing its inability to pay its debts generally as they become due, or if a decree or order for relief in respect of the Corporation shall be entered by a court having jurisdiction in the premises in an involuntary case under the U.S. Federal bankruptcy laws or any other applicable bankruptcy, insolvency or similar law resulting in the appointment of a receiver, liquidator, assignee, custodian, trustee, sequestrator (or other similar official) of the Corporation or of any substantial part of its property, or ordering the winding up or liquidation of its affairs, and any such decree or order shall be unstayed and in effect for a period of 90 consecutive days and, on account of any such event, the Corporation shall liquidate, dissolve or wind up, or if the Corporation shall otherwise liquidate, dissolve or wind up, including, but not limited to, a Change of Control Event (each a "**Liquidation Event**"), no distribution shall be made to the holders of any shares of capital stock of the Corporation (other than Senior Securities pursuant to the rights, preferences and privileges thereof, if any) upon liquidation, dissolution or winding up unless prior thereto the holders of shares of Class A Preferred Stock shall have received the Liquidation Preference with respect to each share of Class A Preferred Stock. If, upon the occurrence of a Liquidation Event, the assets and funds available for distribution among the holders of the Class A Preferred Stock and holders of securities which on a parity with Class A Preferred Stock (the "**Parity Securities**"), if any, shall be insufficient to permit the payment to such holders of the preferential amounts payable thereon, then the entire assets and funds of the Corporation legally available for distribution to the Class A Preferred Stock and the Parity Securities, if any, shall be distributed ratably among such shares in proportion to the ratio that the Liquidation Preference payable on each such share bears to the aggregate Liquidation Preference payable on all such shares.

The purchase or redemption by the Corporation of stock of any class, in any manner permitted by law, shall not, for the purposes hereof, be regarded as a liquidation, dissolution or winding up of the Corporation.

The Liquidation Preference with respect to a share of Class A Preferred Stock means an amount equal to the Face Amount thereof plus 8% of the Face Amount, less the amount of any Dividends paid to holders of shares of Class A Preferred Stock during the calendar year in which the Liquidation Event occurs, which subtracted amount shall not exceed 8% of the face amount. The Liquidation Preference with respect to any Parity Securities, if any, shall be as set forth in the Certificate of Designation filed in respect thereof.

As used in this section 3, the term "**Change of Control Event**" shall mean:

(i) if the Corporation sells, conveys or disposes of all or substantially all of its assets (the presentation of any such transaction for stockholder approval being conclusive evidence that such transaction involves the sale of all or substantially all of the assets of the Corporation); or

(ii) the Corporation merges or consolidates with or into, or engages in any other business combination with, any other person or entity, in any case, which results in either (A) the holders of the voting securities of the Corporation immediately prior to such transaction holding or having the right to direct the voting of fifty percent (50%) or less of the total outstanding voting securities of the Corporation or such other surviving or acquiring person or entity immediately following such transaction or (B) the members of the Board or other governing body of the Corporation comprising fifty percent (50%) or less of the members of the Board or other governing body of the Corporation or such other surviving or acquiring person or entity immediately following such transaction.

Holders of the Class A Preferred Stock shall not be entitled, upon the liquidation, dissolution or winding up of the Corporation, to receive any amounts with respect to such stock other than the amounts referred to in this paragraph 3. Nothing contained herein shall be deemed to prevent the purchase of the Class A Preferred Stock or the conversion of the Class A Preferred Stock pursuant to paragraph 5 herein prior to liquidation, dissolution or winding up.

Whenever the distribution provided for in this Section 3 shall be payable in securities or property other than cash, the value of such distribution shall be the fair market value of such securities or other property as determined in good faith by the Board of Directors.

4. **Redemption.** The shares of Class A Preferred Stock shall not be redeemable by either the Corporation or the holder thereof, except that nothing contained herein shall be deemed to prevent the Corporation from purchasing the Class A Preferred Stock from the holder thereof.

5. Conversion at the Option of the Holder. After a holder of shares of Class A Preferred Stock has held the shares for at least 36 months, the holder may convert his shares of Class A Preferred Stock into shares of the Corporation's Class B Common Stock. Each share of Class A Preferred Stock owned by the holder for at least 36 months shall be convertible into two (2) shares of the Corporation's Class B Common Stock.

Each conversion of a share or shares of Class A Preferred Stock shall be effected by surrender of the certificate or certificates representing the shares to be converted, duly endorsed to the Corporation or in blank (and if requested by the Corporation or transfer agent, with all signatures guaranteed), at the principal office of the Corporation or transfer agent (or such other office or agency of the Corporation as the Corporation may designate by notice in writing to the holders of the Class A Preferred Stock) at any time during its usual business hours. The Corporation shall, as soon as practicable thereafter, issue and deliver by registered or certified mail, addressed to the person for whose account surrender of the share or shares of Class A Preferred Stock was made at such person's last known address according to the records of the Corporation, or to his nominee or nominees, certificates for the number of whole shares of Class B Common Stock to which he shall be entitled, together with a cash payment in respect of any fraction of a share, in an amount determined in good faith by the Board, if not convertible into a number of whole shares. Conversion shall be deemed to have been made as of the date of the exercise by the holder of the election set forth in this Section 5, and the person or persons entitled to receive the Class B Common Stock issuable upon conversion shall be treated for all purposes as the record holder or holders of such Class B Common Stock on such date.

The number of shares of Class B Common Stock into which the shares of Class A Preferred Stock shall be convertible shall be subject to adjustment as follows: In case the Corporation shall (A) declare a dividend on its Class B Common Stock payable in shares of its capital stock, (B) subdivide its outstanding shares of Class B Common Stock, (C) combine its outstanding shares of Class B Common Stock into a smaller number of shares, or (D) issue, by reclassification of its shares of Class B Common Stock (including any such reclassification in connection with a merger or consolidation in which the Corporation is the continuing corporation), any shares of stock of the Corporation, the conversion rate in effect at the time of the record date for such dividend or of the effective date of such subdivision, combination or reclassification shall be proportionately adjusted so that the holder of any Class A Preferred Stock surrendered for conversion after such date shall be entitled to receive upon the conversion of such shares, the number and kind of shares which he would have owned or have been entitled to receive after the happening of any of the events described herein had such Class A Preferred Stock been converted immediately prior to such date. Such adjustment shall be made successively whenever any event listed above shall occur.

The Corporation shall at all times reserve and keep available out of its authorized but unissued Class B Common Stock, solely for the purpose of effecting the conversion of the shares of Class A Preferred Stock, the full number of shares of Class B Common Stock deliverable upon conversion of all shares of the Class A Preferred Stock from time

to time outstanding.

The Corporation shall from time to time, in accordance with the laws of the State of Florida, increase the authorized number of shares of its Class B Common Stock if at any time the number of shares of Class B Common Stock remaining unissued shall not be sufficient to permit the conversion of all the then outstanding Class A Preferred Stock.

Whenever the number of shares of Class B Common Stock deliverable upon the conversion of each share of Class A Preferred Stock shall be adjusted pursuant to the provisions of this section, the Corporation shall promptly (A) make available at the principal office of the Corporation or transfer agent a statement, signed by the Chairman of the Board or the President or a Vice-President of the Corporation, setting forth, in reasonable detail, the adjustment and the method of calculation and the facts requiring such adjustment, and (B) mail to all holders of shares of Class A Preferred Stock, at their last addresses as they shall appear upon the books of the Corporation, a notice of such adjustment which sets forth the adjusted number of shares of Class B Common Stock deliverable upon the conversion of each share of Class A Preferred Stock.

6. No Participation Rights. The holders of Class A Preferred Stock shall not have a right to participate with respect to the issuance or possible issuance of (i) future equity or equity-linked securities, or (ii) debt which is convertible into equity or in which there is an equity component

7. Voting Rights. The holders of the Class A Preferred Stock shall have no voting power whatsoever, except as otherwise provided by Florida law.

Notwithstanding the above, the Corporation shall provide each holder of Class A Preferred Stock with prior notification of any meeting of the stockholders (and copies of proxy materials and other information sent to stockholders). If the Corporation takes a record of its stockholders for the purpose of determining stockholders entitled to (i) receive payment of any dividend or other distribution, any right to subscribe for, purchase or otherwise acquire (including by way of merger, consolidation or recapitalization) any share of any class or any other securities or property, or to receive any other right, or (ii) to vote in connection with any proposed sale, lease or conveyance of all or substantially all of the assets of the Corporation, or any proposed merger, consolidation, liquidation, dissolution or winding up of the Corporation, the Corporation shall mail a notice to each holder of Class A Preferred Stock, at least 15 days prior to the record date specified therein (or 45 days prior to the consummation of the transaction or event, whichever is earlier, but in no event earlier than public announcement of such proposed transaction), of the date on which any such record is to be taken for the purpose of such vote, dividend, distribution, right or other event, and a brief statement regarding the amount and character of such vote, dividend, distribution, right or other event to the extent known at such time.

To the extent that under Florida law the vote of the holders of the Class A Preferred Stock, voting separately or as a class, as applicable, is required to authorize a

given action of the Corporation, the affirmative vote or consent of the holders of at least a majority of the then outstanding shares of the Class A Preferred Stock represented at a duly held meeting at which a quorum is present or by written consent of the Majority Holders (except as otherwise may be required under Florida law) shall constitute the approval of such action by the class. To the extent that under Florida law holders of the Class A Preferred Stock are entitled to vote on a matter with holders of common stock, voting together as one class, each share of Class A Preferred Stock shall be entitled to a number of votes equal to the number of shares of Class B Common Stock into which it is then convertible using the record date for the taking of such vote of stockholders as the date as of which the Conversion Price is calculated.

If in connection with any Liquidation Event, the holders of the Class A Preferred Stock are entitled to vote to approve such Liquidation Event as a class, then the holders of such Class A Preferred Stock shall agree to vote their shares in favor of the Liquidation Event, conditioned on the receipt by all holders of Class A Preferred Stock of their respective Liquidation Preference, in full.

8. **Reissuance of Shares.** Shares of Class A Preferred Stock which have been purchased, or which have been converted into shares of Class B Common Stock or shares of stock of any other class or classes, shall have the status of authorized and unissued shares of preferred stock and may be reissued as part of the Class of which they were originally a part or may be reissued as part of a new Class of the preferred stock to be created by resolution or resolutions of the Board of Directors or as part of any other Class of preferred stock, all subject to the conditions or restrictions on issuance set forth in any resolution or resolutions adopted by the Board providing for the issue of any Class of preferred stock.

August 8, 2014

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14 AUG -6 AM 11:57

Carolyn Lewin
Regulatory Specialist II
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Review30, INC. – Reference Number P13000100187, Letter No. 914A0016427

The Restated Articles of Incorporation for reView30, Inc. referenced in your letter of July 31, 2014 were adopted by the board of directors of reView30, Inc. and does not contain amendments requiring member approval.

If you have any further questions, please let me know. Thank you.

REVIEW30, INC.

By: 

Print Name: STEVEN SAUTERS

Title: Vice President

I submit this document and state that the facts herein are true. I am aware that false information submitted to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA