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Florida Department of State
Division of Corporations
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
FRANDME, INC.**

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January 17, 2019

FLORIDA DEPARTMENT OF STATE
Division of Corporations

FRANDME, INC.
20900 NE 30TH AVENUE, SUITE 410
AVENTURA, FL 33180

SUBJECT: FRANDME, INC.
REF: P14000025449

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document.

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.

Susan Tallent
Regulatory Specialist II

FAX Aud. #: H19000018331
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**SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
FRANDME, INC.**

The Articles of Incorporation for FrandMe, Inc., a Florida corporation (the "Corporation"), were filed on March 19, 2014 and assigned Florida document number P14000025449. Pursuant to the provisions of Sections 607.1006 and 607.1007 of the Florida Business Corporation Act (the "Act"), the Board of Directors and Shareholders of the Corporation have adopted and approved the following Second Amended and Restated Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of the Corporation is hereby amended, and shall hereafter be FrandMe, Inc.

**ARTICLE II
PRINCIPAL ADDRESS AND MAILING ADDRESS**

The Corporation's principal address and mailing address is:

20900 NE 30th Ave.
Suite 410
Aventura, FL 33180

**ARTICLE III
NATURE OF CORPORATE BUSINESS**

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

**ARTICLE IV
REGISTERED AGENT**

The Corporation's Registered Agent shall hereafter be:

Tobin & Reyes, P.A.
225 N.E. Mizner Boulevard, Suite 510
Boca Raton, FL 33432

**ARTICLE V
CAPITAL STOCK**

This Corporation is authorized to issue a maximum of Fifty Million (50,000,000) shares of common stock having no par value.

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JAN 19 2019

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**ARTICLE VI
BOARD OF DIRECTORS**

The Corporation shall have between one (1) and five (5) Directors. The number of Directors may be altered from time to time in accordance with By-Laws of the Corporation.

**ARTICLE VII
SHAREHOLDERS' AGREEMENT**

In the event a Shareholders' Agreement exists and there are any inconsistencies in terms between these Articles of Incorporation and the Shareholders' Agreement, the terms of the Shareholders' Agreement will control.

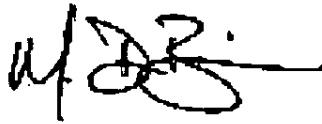
**ARTICLE VIII
AMENDMENT**

These Articles may be amended only with approval of the holders of a majority of the then outstanding shares of common stock.

These Amended and Restated Articles of Incorporation were duly adopted by written consent of the shareholders and directors of the Corporation, dated December 17, 2018. The number of votes cast was sufficient for approval of these Amended and Restated Articles of Incorporation.

The Effective Date of these Articles of Incorporation shall be December 17, 2018.

IN WITNESS WHEREOF, the undersigned Authorized Representative of the Corporation has executed and does make these Amended and Restated Articles of Incorporation this 17th day of January, 2019.



Michael De Biase, Esq., Authorized Representative

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