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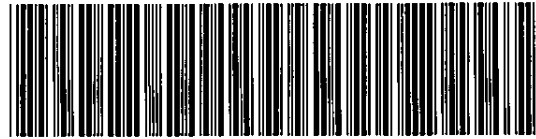
(Business Entity Name)

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DATE: 4/27/18

NAME: ZEA BIOSCIENCES CORP

TYPE OF FILING: AMENDED AND RESTATED ARTICLES

COST: 43.75

RETURN: CERTIFIED COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

Abbie Hodge

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ZEA BIOSCIENCES CORP**

FILED

2018 APR 27 AM 10:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Pursuant to Florida Business Corporation Act of the State of Florida)

Zea Biosciences Corp, a corporation organized and existing under and by virtue of the provisions of the Florida Business Corporation Act (the "FBCA"),

DOES HEREBY CERTIFY:

1. That the name of this corporation is Zea Biosciences Corp, and that this corporation was originally incorporated pursuant to the FBCA on September 10, 2014 under the name Zea Biosciences Corp.

2. That the Board of Directors duly adopted resolutions proposing to amend and restate the Articles of Incorporation of this corporation, declaring said amendment and restatement to be advisable and in the best interests of this corporation and its stockholders, and authorizing the appropriate officers of this corporation to solicit the consent of the stockholders therefor, which resolution setting forth the proposed amendment and restatement is as follows:

RESOLVED, that the Articles of Incorporation of this corporation be amended and restated in its entirety to read as follows:

ARTICLE I: NAME

The name of the corporation shall be Zea Biosciences Corp (the "**Corporation**").

ARTICLE II: PRINCIPAL OFFICE

The street and mailing address of the principal office of the Corporation is 85 West Street, 3rd Floor, Walpole, MA 02081.

ARTICLE III: PURPOSE

The Corporation is organized to transact any or all lawful business for which corporations may be incorporated under the FBCA as it now exists or may hereafter be amended or supplemented.

ARTICLE IV: SHARES

The total number of shares that the Corporation is authorized to issue and have outstanding at any time is Thirty Million (30,000,000), all of which shall be common stock, with a par value of \$0.001 per share.

ARTICLE V: REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is 236 E. 6th Avenue, Tallahassee, FL 32303. The name of the registered agent of the Corporation at that office is TRAC - The Registered Agent Corporation.

ARTICLE VI: LIABILITY OF DIRECTORS

Except to the extent that the FCBA prohibits the elimination or limitation of liability of directors for breaches of fiduciary duty, the Corporation eliminates the personal liability of each member of its Board of Directors to the Corporation and its stockholders for monetary damages for breach of fiduciary duty as a director. No amendment to or repeal of this provision shall apply to or have any effect on the liability or alleged liability of any director for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal. If the FBCA is amended after the date of filing of these Amended and Restated Articles of Incorporation to authorize corporation action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation, in addition to the limitation on personal liability provided herein, shall be eliminated or limited to the fullest extent permitted by the amended FBCA. Any indemnities provided and granted in this Article VI shall not be exclusive of any other rights or protections afforded an individual under any contract or vote of shareholders or disinterested directors or otherwise.

ARTICLE VII: INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "Covered Person") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (a "Proceeding"), by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, enterprise, or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages, and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal, or modification of this Article VII shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

ARTICLE VII: AMENDMENT

Except as stated in Article VI and/or Article VII of this Certificate of Incorporation, the Corporation reserves the right to amend or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon a stockholder herein are granted subject to this reservation.

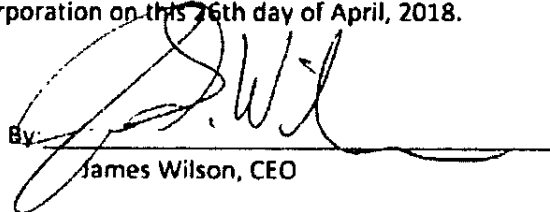
ARTICLE VIII: EFFECTIVE DATE AND TIME

The effective date and time of these Amended and Restated Articles of Incorporation shall be the date and time that these Amended and Restated Articles of Incorporation are filed with Florida Department of State, Division of Corporations.

3. That the foregoing amendment and restatement was approved by the holders of the requisite number of shares of this Corporation in accordance with FBCA.

4. That these Amended and Restated Articles of Incorporation, which restates and integrates and further amends the provisions of this Corporation's Articles of Incorporation, has been duly adopted in accordance with the FBCA.

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation has been executed by a duly authorized officer of this corporation on this 26th day of April, 2018.

By: 
James Wilson, CEO