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(02/04) 05/29/2018 02:27:25 PM

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
TSP INVESTMENTS, INC.**

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
TSP INVESTMENTS, INC.**

**(a Florida Corporation)**

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned hereby adopts the following Amended and Restated Articles of Incorporation:

1. The name of the corporation is **TSP Investments, Inc.** (the "Corporation"). The date of filing of the original Articles of Incorporation with the Secretary of State on September 18, 2014. The document number assigned to the Corporation by the Florida Department of State is P14000077728.
2. The Amended and Restated Articles of Incorporation were unanimously adopted and approved by the Board of Directors and the Shareholders of the Corporation on May 29, 2018, in accordance with Sections 607.1003, 607.1006, and 607.1007 of the Florida Business Corporation Act.
3. The Articles of Incorporation are hereby amended and restated in their entirety as follows:

**ARTICLE I**

The name of the corporation is TSP Investments, Inc. (hereinafter called the "Corporation").

**ARTICLE II**

The address of the principal office and mailing address of the Corporation is 10061 E. Broadview Drive, Bay Harbor Islands, FL 33154.

**ARTICLE III**

The Corporation is organized and authorized to engage in any lawful act or activity for which a corporation organized under the Florida Business Corporation Act may engage.

**ARTICLE IV**

The Corporation is authorized to issue 1,000 shares of common stock, par value \$0.01 per share, which shall be designated as "Class A" and 100,000 shares of common stock, par value \$0.01 per share, which shall be designated as "Class B". All or any part of said capital stock may

be paid for in cash, in property, in labor or services at a fair valuation to be fixed by the shareholders, or by the Board of Directors at a meeting called for such purpose. All stock, when issued, shall be fully paid for and shall be non-assessable.

Except as otherwise provided by law, the entire voting power of the election of Directors and all other purposes shall be vested exclusively in the holders of the outstanding "Class A" shares. The "Class B" stock shall be non-voting.

Except as with regard to voting rights, all other rights, preferences and characteristics of Class A and Class B shares shall be identical, including but not limited to payment of dividends and the rights of the Shareholders in the event of voluntary or involuntary liquidation.

#### ARTICLE V

The street address of the Corporation's registered office is 10061 E. Broadview Drive, Bay Harbor Islands, FL 33154 and the name of its registered agent at such office is Alan D. Mendelson.

#### ARTICLE VI

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by applicable law.

IN WITNESS WHEREOF, the undersigned duly authorized representative of the Corporation executed these Amended and Restated Articles of Incorporation this 29 day of May, 2018.

By:

  
Alan D. Mendelson, President