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W2E INTERNATIONAL CORP

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
W2E INTERNATIONAL CORP.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W2E International Corp., a corporation organized and existing under the laws of the State of Florida (the "*Corporation*"), hereby certifies as follows:

1. The name of the Corporation is W2E International Corp. and the original Articles of Incorporation of the Corporation were filed with the Secretary of State of the State of Florida on September 19, 2014, bearing document number P14000077755.

2. These Amended and Restated Articles of Incorporation, which amend certain of the provisions of the Articles of Incorporation, as heretofore amended, have been duly adopted by the Board of Directors of the Corporation in accordance with the provisions of Section 607.0821 of the Florida Business Corporations Act ("*FBCA*").

3. These Amended and Restated Articles of Incorporation contain amendments to the original Articles of Incorporation, as heretofore amended, and, accordingly, require the consent of the Corporation's shareholders. These Amended and Restated Articles of Incorporation have been approved by the holders of outstanding stock of each voting group of the Corporation's capital stock entitled to vote thereon having not less than the minimum number of votes with respect to each voting group that would be necessary to authorize or take such action at a meeting at which all voting groups and shares entitled to vote thereon were present and vote at a meeting of the Corporation's shareholders, in accordance with Section 607.0704 of the FBCA.

4. Upon filing with the Secretary of State of the State of Florida these Amended and Restated Articles of Incorporation shall thenceforth supersede the original Articles of Incorporation, as heretofore amended, and shall, as it may thereafter be amended in accordance with its terms and applicable law, be the Amended and Restated Articles of Incorporation of the Corporation.

5. The text of the Articles of Incorporation, as heretofore amended, is hereby amended and restated in its entirety to read as follows:

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be: W2E INTERNATIONAL CORP.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation shall be 2200 Corporate Boulevard NW, Suite 210, Boca Raton, Florida 33431.

**ARTICLE III
NATURE OF CORPORATE BUSINESS AND POWERS**

The purpose for which the Corporation is organized is: To engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

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**ARTICLE IV
CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have the authority to issue shall consist of 50,000,000 shares of Common Stock having a \$0.001 par value, and 5,000,000 shares of Preferred Stock having a \$0.001 par value. The Board of Directors of the Corporation may determine, by resolution or resolutions, at any time and from time to time, to divide and establish any or all of the unissued shares of Preferred Stock not then allocated to any series into one or more series and, without limiting the generality of the foregoing, to fix and determine the designation of each such share, the number of shares which shall constitute such series and certain preferences, limitations and relative rights of the shares of each series so established.

**ARTICLE V
TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE VI
REGISTERED AGENT AND ADDRESS**

The Registered Agent and the street address of the Registered Office of this Corporation in the State of Florida shall be Charles B. Pearlman, Esq., 2200 Corporate Boulevard NW, Suite 210, Boca Raton, Florida 33431.

**ARTICLE VII
BOARD OF DIRECTORS**

The number of Directors may be increased or diminished from time to time by the Bylaws. The name and address of the initial Directors of this Corporation is:

Steven Honigman, Esq., Chairman
2200 Corporate Boulevard NW Suite 210,
Boca Raton, Florida 33431

Edward McNamara, Chief Executive Officer
2200 Corporate Boulevard NW Suite 210,
Boca Raton, Florida 33431

Michaela Kennedy, Secretary
2200 Corporate Boulevard NW Suite 210,
Boca Raton, Florida 33431

**ARTICLE VIII
INDEMNIFICATION**

The Corporation may indemnify any director, officer, employee, or agent of the Corporation to the fullest extent permitted by Florida law.

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**ARTICLE IX
AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE X
CONTROL SHARE ACQUISITIONS**

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation of W2E International Corp., a Florida corporation, have been executed this 31 day of July 2015, 2015.


Name: STEVEN S. HONIKMAN
Its: Chairman