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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 470126 5021731

AUTHORIZATION :

COST LIMIT : \$35.00

ORDER DATE : November 2, 2018

ORDER TIME : 1:14 PM

ORDER NO. : 470126-005

CUSTOMER NO: 5021731

DOMESTIC AMENDMENT FILING

NAME: APERISYS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Emily Croft -- EXT# 62925

EXAMINER'S INITIALS:

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
APERISYS, INC.

FILED
2018 NOV -5 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 607.1006 and 607.0602 of the Florida Business Corporation Act, the Articles of Incorporation of **APERISYS, INC.** (the "Corporation"), originally filed with the Department of State of the State of Florida on February 13, 2015, as heretofore amended (the "Articles of Incorporation") are hereby amended as follows:

I.

The Certificate of Designation Establishing the Designation, Powers, Preferences, Limitations, Restrictions, and Relative Rights of Series B Convertible Preferred Stock of Aperisys, Inc., previously filed with the Department of State of the State of Florida, on November 5, 2015, is hereby amended as follows:

- (i) The number "\$1.00" in Section 3(a)(i) thereof is hereby deleted and replaced with the number "\$6.00"; and
- (ii) Section 5(a) thereof is hereby amended by deleting the last three sentences thereof and inserting the following text in lieu thereof:

"The Conversion Price per share of Series B Preferred Stock (the "Conversion Price") shall be \$2.00 per share. The Conversion Value per share of Series B Preferred Stock (the "Conversion Value") shall be \$6.00 per share. Accordingly, the Conversion Rate shall be 3:1. The Conversion Price of Series B Preferred Stock shall be subject to adjustment as hereinafter provided."

II.

The aforesaid amendments were adopted by the Board of Directors of the Corporation on October 18, 2018. The aforesaid amendments were adopted by the Shareholders of the Corporation in accordance with Sections 607.1003 and 607.1004 of the Florida Business Corporation Act on October 30, 2018.


III.

The remainder of the Articles of Incorporation shall remain unchanged and in full force and effect.

[Signature on the Following Page]

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Amendment of APERISYS, INC. effective as of October 30, 2018.

APERISYS, INC.

By: 
Steve Gorlin, CEO