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AMENDED AND RESTATED ARTICLES OF INCORPORATION

15 APR 13 AM 11:07

These Amended and Restated Articles of Incorporation were adopted effective April 13, 2015 by the Corporation's Board of Directors and shareholders pursuant to section 607.1007, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Incorporation was approved by the shareholders by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation, as amended.

Article I. Name. If no old name is listed below, the name of this Florida corporation has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: THALLY INC.

Old Name:

P15000021564

Article II. Address.

The Corporation's Principal Address:
235 Lincoln Rd., Ste. 310
Miami Beach FL 33139

The Corporation's Mailing address:
P.O. Box 191095
Miami Beach, FL 33119

Article III. Registered Agent. The Corporation's registered agent is:

Francesco Cecchini
235 Lincoln Rd., Ste. 310
Miami Beach FL 33139

Article IV. Officers. The names and addresses of the Corporation's officers are:

President	Thea Garibotti	235 Lincoln Rd., Ste. 310 Miami Beach FL 33139
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Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107

Article V. Board of Directors. The Corporation's affairs shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Corporation's Bylaws. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

The name of each member of the Corporation's Board of Directors is:

Giovanni Garibotti
Francesco Cecchini

Article VI. Capital Stock. The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$.10 per share.

Article VII. Corporate Existence. The corporate existence of the Corporation will begin effective upon the filing date of the original Articles of Incorporation.

The undersigned executed these Amended and Restated Articles of Incorporation on the date shown below.

THALLY INC.

By: 
by Lauren Vadney as attorney-in-fact

Name: Giovanni Garibotti

Title: Director

Date: April 13, 2015

Corporate Creations International Inc.
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:
THALLY INC.

REGISTERED AGENT/OFFICE:
**Francesco Cecchini
235 Lincoln Rd., Ste. 310
Miami Beach FL 33139**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



FRANCESCO CECCHINI
by Lauren Vadney as attorney-in-fact

Date: April 14, 2015

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