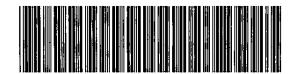
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Amended Restated

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COVER LETTER

TO: Amendment Section Division of Corporations

NAME OF CORPOR	ATION: Babes	Brand, Inc.	· • • • • • • • • • • • • • • • • • • •	
DOCUMENT NUMBER: <u>P15000095437</u>				
The enclosed Articles of Amendment and fee are submitted for filing.				
Please return all corres	pondence concerning this ma	tter to the following:		
-	Rher	to Vazquez Name of Contact Perso		
-		Ses Brand, Zuc. Firm/Company		
3186 SW 155 Ave Address				
-		Address		
-		Miami FL 33185 City/ State and Zip Cod	<u>'</u>	
		City/ State and Zip Cod	e	
	Babes. brand @ E-mail address: (to be us	gmail. Com red for future annual report	notification)	
For further information	concerning this matter, pleas	se call:		
Rebecca	Vazguez	at (<u>786</u>	de & Daytime Telephone Number	
Name o	f Contact Person	Area Co	de & Daytime Telephone Number	
Enclosed is a check for	the following amount made	payable to the Florida Depa	artment of State:	
☑ \$35 Filing Fee	□\$43.75 Filing Fee & Certificate of Status	□\$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)	□\$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)	
	ing Address ndment Section		Address Iment Section	

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

[The Articles of Incorporation for this Florida Corporation were filed on November 23, 2015 and assigned Florida document number P15000095437.]

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF BABES BRAND, INC.

The undersigned officer of the Corporation, for the purpose of forming a Florida profit corporation, hereby adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I . NAME

The name of the Corporation is BABES BRAND, INC.

ARTICLE II ADDRESS

The principal place of business of the Corporation is:

3186 SW 155 Avenue, and Miami, Florida 33185

The mailing address of the Corporation is:

3186 SW 155 Avenue Miami, Florida 33185

ARTICLE III PURPOSE

The Corporation is organized for any and all lawful business purposes.

ARTICLE IV DURATION AND CONTINUATION

The period of the Corporation's duration shall commence with the filing of these Articles of Incorporation with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the By-Laws of the Corporation then in effect, or (ii) by the written agreement of (a) the sole stockholder or (b) the holder(s) of a majority of the ownership interest in the Corporation.

ARTICLE V AUTHORIZED SHARES

The number of shares of stock authorized for issuance by the Corporation is 10,000 with a par value of \$.01 per share.

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the Registered Agent for the Corporation is:

Rebecca Vazquez 3186 SW 155 Avenue Miami, Florida 33185

ARTICLE VII BOARD OF DIRECTORS

The name and street addresses of the members of the Board of Directors of the Corporation are:

ROBERTO VAZQUEZ 3186 SW 155 Avenue Miami, Florida 33185

ANTHONY RABASA 15048 SW 63rd Terrace Miami, Florida 33193

REBECCA VAZQUEZ 3186 SW 155 Avenue Miami, Florida 33185

BENNETT JACKSON 14 Pineknot Avenue Hazlet, NJ 07730

LOUIS NIX III 1301 Wall Street W #1404 Lyndhurst, NJ 07071

ARTICLE VII OFFICERS

The names and street addresses of the initial officers of the Corporation are:

ROBERTO VAZQUEZ 3186 SW 155 Avenue Miami, Florida 33185	-	President
ANTHONY RABASA 15048 SW 63 rd Terrace Miami, Florida 33193	-	Vice President
REBECCA VAZQUEZ 3186 SW 155 Avenue Miami, Florida 33185	-	Treasurer and Secretary

ARTICLE IX INCORPORATOR

The name and street address of the sole Incorporator of the Corporation is:

REBECCA VAZQUEZ 3186 SW 155 Avenue Miami, Florida 33185

ARTICLE X ADOPTION OF AMENDMENTS

The Amended and Restated Articles of Incorporation of the Corporation were adopted by the Board of Directors of the Corporation without shareholder approval on December 28, 2015. Shareholder approval of adoption of the Amended and Restated Articles of Incorporation was not required.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this _/\(\) day of January, 2016.

Roberto Vazquez, Presiden

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as Registered Agent for BABES BRAND, INC., to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of Chapters 607, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position this _____ day of January, 2016.

Rebecca Vazquez