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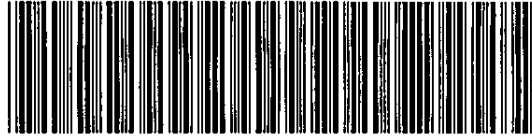
(Business Entity Name)

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C McNAIR



Trusted Counsel  
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October 14, 2016

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Re: Randolph Arlington, Inc.**

Dear Sir or Madam:

Enclosed please find two (2) scanned copies of executed Amended & Restated Articles of Incorporation for Randolph Arlington, Inc. and a check in the amount of \$35.00 for the filing fee.

Your immediate handling of this request is greatly appreciated. If you have any questions, please do not hesitate to contact me at the telephone number or email address listed above.

Sincerely,

Jenni Ferguson  
Paralegal

Enclosures

Cc: Evelyn Ashley

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16 OCT 25 AM 10:32

**RANDOLPH ARLINGTON, INC.  
AMENDED & RESTATED ARTICLES OF INCORPORATION**

Pursuant to Section 607.1006 of the Business Corporation Act of the Florida Statutes, Randolph Arlington, Inc. (the "Corporation"), is a corporation organized and existing under and by virtue of the Florida Business Corporation Act,

**DOES HEREBY CERTIFY:**

**FIRST:** The Articles of Incorporation of the Corporation were filed the Secretary of State of Florida on April 5, 2016.

**SECOND:** The Articles of Incorporation, are amended and restated in their entirety as follows:

**I.**

The name of the Corporation shall be Randolph Arlington, Inc.

**II.**

The principal place of business and mailing address of the Corporation is:

333 Clematis Street, Suite 201  
West Palm Beach,  
FL. 33401

**III.**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

**IV.**

The aggregate number of shares of all classes of capital stock that the Corporation shall have the authority to issue is One Hundred Thousand (100,000), consisting of (i) Ninety Thousand (90,000) shares of common stock, no par value (the "Common Stock"), and (ii) Ten Thousand (10,000) shares of preferred stock, no par value (the "Preferred Stock").

The designations and the preferences, limitations and relative rights of the Common Stock and the Preferred Stock of the Corporation are as follows:

A. Preferred Stock

1. Voting Rights. The holders of the Preferred Stock shall be entitled to one vote per share on all matters submitted to a vote of shareholders, including, without limitation, the election of directors.

2. Dividends. The holder of Preferred Stock shall be entitled to receive, out of any assets of the Corporation dividends of twenty percent (20%) per annum of the subscription price for each share of Preferred Stock, prior and in preference to the holders of Common Stock, which shall accrue from day to day, whether or not declared, and shall be cumulative, provided, however, such dividends shall only be payable when, and if, declared by the Board of Directors.

3. Liquidating Distributions. Upon any liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, and after payment or provision for payment of the debts and other liabilities of the Corporation, the holders of shares of Preferred Stock then outstanding shall be entitled to be paid out of the assets of the Corporation available for distribution before any payment to the holders of Common Stock, an amount equal to the subscription price of the Preferred Stock together with any accrued but unpaid dividends.

B. Common Stock

1. Voting Rights. The holders of Common Stock shall have no voting power whatsoever, including, without limitation, the election of the Board of Directors.

2. Dividends. Subject to the provisions of Section A (2) of this Article IV, the holders of the Common Stock shall be entitled to receive when, as and if provided by the Board of Directors, out of funds legally available therefor, dividends payable in cash, stock or otherwise.

3. Liquidating Distributions. Subject to the provisions of Section A (3) of this Article IV, upon any liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, and after payment or provision for payment of the debts and other liabilities of the Corporation, and except as may be provided by the resolutions of the Board of Directors authorizing the issuance of any class or series of preferred stock as provided in Section B of this Article IV, the remaining assets of the Corporation shall be distributed pro-rata to the holders of the Common Stock.

V.

The name and address of the registered agent is:

Rhys Hollyman  
Logan Realty, Inc.  
333 Clematis Street, Suite 201  
West Palm Beach, FL. 33401

VI.

The initial director of the Corporation shall be Rhys Hollyman.

## VII.

No director shall have any personal liability to the Corporation or to its shareholders for monetary damages for breach of duty of care or other duty as a director, by reason of any act or omission occurring subsequent to the date when this provision becomes effective, except that this provision shall not eliminate or limit the liability of a director for (a) any appropriation, in violation of his duties, of any business opportunity of the Corporation; (b) acts or omissions which involve intentional misconduct or a knowing violation of law; (c) liabilities of a director imposed by Section 607.0834 of the Florida Business Corporation Act; or (d) any transaction from which the director derived an improper personal benefit.

## VIII.

Any action required by law or by the Bylaws of the Corporation to be taken at a meeting of the shareholders of the Corporation, and any action which may be taken at a meeting of the shareholders, may be taken without a meeting if a written consent, setting forth the action so taken, shall be signed by persons entitled to vote at a meeting those shares having sufficient voting power to cast not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote were present and voted. Notice of such action without a meeting by less than unanimous written consent shall be given within ten (10) days of the taking of such action to those shareholders of record on the date when the written consent is first executed and whose shares were not represented on the written consent.

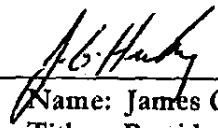
## IX.

The Corporation shall have the power, acting through its Board of Directors, to make distributions of its assets to its shareholders out of its capital surplus and to repurchase its shares out of its unreserved and unrestricted capital surplus available therefor.

**THIRD:** These Amended and Restated Articles of Incorporation were duly adopted by the Board of Directors and Shareholders of the Corporation on the 6th day of October, 2016

**RANDOLPH ARLINGTON, INC.**

By: \_\_\_\_\_

  
Name: James Gerard Hickey  
Title: President