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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
BASALT WORLD CORP.**

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
BASALT WORLD CORP.**

The undersigned, acting in her capacity as the President of Basalt World Corp., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), hereby certifies as follows:

**ARTICLE I
NAME**

The name of the Corporation is Basalt World Corp.

**ARTICLE II
PRINCIPAL OFFICE**

Section 2.1 **Principal Office.** The principal office of the Corporation shall be located at 2681 NE 4th Ave, Pompano Beach, FL 33064. The Corporation shall have such other offices, either within or without the State of Florida, as shall be determined by the Board (as defined in section 7.1).

Section 2.2 **Florida Registered Office.** The Corporation shall maintain a registered office in the State of Florida in accordance with the Act. The registered agent for service of process for the Corporation in the State of Florida shall be Renee B. Jenkins, and the address of the Corporation's registered agent and registered office in the State of Florida shall be 170 SE 13th St., Pompano Beach, FL 33060. The registered agent and registered office of the Corporation in the State of Florida may be changed from time to time as shall be determined by the Board.

Section 2.3 **Other Qualifications.** The Corporation may file or record such documents and take such other actions under the laws of any other jurisdiction as are necessary or desirable to permit the Corporation to do business in any such jurisdictions as are selected by the Corporation and to promote the limitation of liability for the Shareholder in any such jurisdiction.

**ARTICLE III
CAPITAL STOCK**

The Corporation is authorized to issue 20,000,000 shares of common stock, no par value. The Corporation is authorized to issue up to 5,000,000 shares of preferred stock ("Preferred Stock"), which shall constitute a separate and single class of shares that may be issued in one or more series.

The Board of Directors of the Corporation is vested with the authority to establish, in its discretion, the voting rights and other designations, preferences, rights, qualifications, limitations, and restrictions, if any, of each such series or class of Preferred Stock by the adoption and filing in accordance with the Act, as defined below, before any such issuance of any shares of such series or class, of an amendment or amendments to these Articles of

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Incorporation determining the terms of such series or class, which amendment need not be approved by the shareholders or holders of any class or series of shares except as provided for by law. All shares of Preferred Stock of the same series shall be identical with each other in all respects."

ARTICLE IV PURPOSE

Pursuant to Section 607.0301 of the Florida Business Corporation Act (the "Act"), the Corporation may engage in any lawful business permitted by the Act. In furtherance of the foregoing powers and not by way of limitation, the Corporation shall have the power and authority to acquire, own, hold, manage, sell, finance, encumber and otherwise dispose of real property.

ARTICLE V TERM

The Corporation's existence shall be perpetual unless terminated sooner as set forth in the Act or in these Articles.

ARTICLE VI ANNUAL REPORT

The Corporation shall file an annual report with the Florida Department of State containing information as may be necessary to comply with the Act.

ARTICLE VII MANAGEMENT OF THE CORPORATION

Section 7.1 **Management by the Board.** The overall management and control of the Corporation shall be vested in a Board of Directors (the "Board"). The Board shall have full, exclusive and complete power to take all actions deemed necessary or desirable in the operation of the Corporation. The Board size shall be three (3). The directors shall be Elina B. Jenkins, Donald R. Smith and Matthew DeFrancesco, who shall each continue to serve until her or his resignation or removal.

Section 7.2 **Appointment of Officers.** The Board may, from time to time, appoint one or more individuals to be officers of the Corporation. Any officers so appointed shall have such authority and perform such duties as the Board may, from time to time, delegate to them. The Board may appoint the following officers: a President; any number of Vice Presidents (including one or more Assistant Vice Presidents); a Secretary (including one or more Assistant Secretaries); and a Treasurer (including one or more Assistant Treasurers). Any two or more offices may be held by the same person. Each officer shall hold office until his successor shall have been duly appointed or elected and shall have qualified, or until his or her death, or until he or she shall have resigned or have been removed by the Board. The salaries or other compensation, if any, of the officers of the Corporation shall be fixed from time to time by the Board. Any officer of the Corporation may be removed, either with or without cause, at any time, by the Board.

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ARTICLE VIII DIVIDENDS

The Board may from time to time make and declare dividends of the Corporation in its discretion.

ARTICLE IX INDEMNIFICATION AND LIABILITY

Pursuant to Section 607.0850 of the Act and these Articles, the Corporation shall indemnify to the fullest extent permitted under and in accordance with the laws of the State of Florida any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she is or was a shareholder, director or officer of this Corporation, or is or was serving at the request of this Corporation as a director, officer, trustee, employee or agent of or in any other capacity with another company, partnership, joint venture, trust or other enterprise (each an "Indemnified Person"), against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding, unless such person breached or failed to perform his or her duties as a shareholder, officer, director, employee or agent of this Corporation and such breach constitutes:

- (1) a violation of criminal law, unless the shareholder, director, officer, employee or agent had reasonable cause to believe his or her conduct was lawful or had no reasonable cause to believe his or her conduct was unlawful;
- (2) a transaction from which the shareholder, director, officer, employee or agent derived an improper personal benefit, either directly or indirectly; or
- (3) recklessness or an act or omission which was committed in bad faith or with malicious purpose in a manner exhibiting wanton and willful disregard for human rights, safety, or property.

A judgment or other final adjudication against a shareholder, director, officer, employee or agent of this Corporation in any criminal proceeding for violation of criminal law shall estop such person from contesting the fact that his breach or failure to perform constitutes a violation of the criminal law, but such judgment or other final adjudication shall not estop such person from establishing that he or she had reasonable cause to believe that his or her conduct was lawful or had no reasonable cause to believe that his or her conduct was unlawful.

The indemnification provided by this Article shall continue as to an Indemnified Person who has ceased to be a shareholder, director or officer or employee and shall inure to the benefit of the estate, heirs, personal representatives, beneficiaries, executors and administrators of such a person. All rights to indemnification and advances under this Article shall be deemed to be a contract between the Corporation and each Indemnified Person at any time while this Article is in effect. Any repeal or modification of this Article or any repeal or modification of relevant provisions of the Act or any other applicable laws shall not in any way diminish the rights to indemnification of such Indemnified Person or the obligations of the Corporation arising

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hereunder for claims relating to matters occurring prior to the repeal or modification.

ARTICLE X
BANKING, FISCAL YEAR, BOOKS, RECORDS AND REPORTS

Section X.1 **Banking.** All funds of the Corporation shall be deposited in its name in such financial institutions and such accounts as may be designated by the Board. All withdrawals therefrom are to be made upon the signature of such individual or individuals as may be designated by the Board. All drafts and other orders for the payment of money, and all notes or other evidences of indebtedness issued in the name of the Corporation, shall also be signed by such individual or individuals as shall be designated by the Board.

Section X.2 **Books, Records and Reports.** The Corporation's books shall be closed and balanced at the end of each calendar year. The Board shall cause all known business transactions pertaining to the purpose of the Corporation to be entered properly and completely into said books.

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation have been signed by the President of the Corporation on March 27, 2019.

By: 

Name: Elina B. Jenkins

Title: President