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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Restated
Articles

52412

KANANACK LAW LLC

BUSINESS & TECHNOLOGY LAW

1819 RIVERVIEW DRIVE
MELBOURNE, FL 32901

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May 18, 2012

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Attention: Amendment Section

Re: WAVECREST COMPUTING, INC.

To Whom It May Concern:

I have enclosed for processing by the Amendment Section of the Division of Corporations one original and one copy of the First Restated Articles of Incorporation for the above-referenced corporation. A certificate required by §607.1007 of the Florida Statutes is also enclosed together with a check made payable to the Florida Department of State in the amount of \$35.00.

Please call me if you have any questions.

Thank you.

Sincerely yours,


William J. Kananack

**WAVECREST COMPUTING, INC.
RESTATED ARTICLES OF INCORPORATION
CERTIFICATE**


FILED
2012 MAY 22 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Resolution of the Board of Directors, dated May 17, 2012, Wavecrest Computing, Inc., duly adopted and replaced the Articles of Incorporation, as amended, with the First Restated Articles of Incorporation. Wavecrest Computing, Inc., pursuant to Florida Statutes §607.1007 hereby certifies the following:

1. The First Restated Articles of Incorporation of Wavecrest Computing, Inc., does not contain an amendment to the articles requiring shareholder approval.
2. The board of directors of Wavecrest Computing, Inc., adopted the First Restated Articles of Incorporation on May 17, 2012.
3. The duly adopted First Restated Articles of Incorporation of Wavecrest Computing, Inc., supersede the original articles of incorporation and all amendments to them.

Dated: May 17, 2012

WAVECREST COMPUTING, INC.

By: 
Dennis McCabe, President/Director

FIRST RESTATED ARTICLES OF INCORPORATION OF WAVECREST COMPUTING, INC.

The First Restated Articles of Incorporation of Wavecrest Computing, Inc., shall replace in their entirety the Articles of Incorporation and all amendments thereto as are in existence prior to the filing of these First Amended and Restated Articles.

ARTICLE I NAME

The name of the Corporation is Wavecrest Computing, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal office and mailing address of the Corporation is 2006 Vernon Place, Melbourne, FL 32901.

ARTICLE III PURPOSE OF CORPORATION

The general nature of the business transacted by Corporation and the purposes for which this Corporation is formed are as follows:

A. To engage in every phase and aspect of the business as determined by the Board of Directors from time to time including, without limitation, the manufacture, design, construction, ownership, use, purchase, sale or lease, of articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the United States and the State of Florida.

B. To invest the funds of this Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary to the operation of the Corporation.

C. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of the Corporation.

ARTICLE IV TERM OF EXISTENCE

The original Articles of Incorporation of the Company were filed with the Secretary of State on April 18, 1997. The First Restated Articles of Incorporation of the Corporation shall take effect as of the date the First Restated Articles are filed with the Florida Department of State, Division of Corporations. The Company shall have perpetual existence unless dissolved according to law.

ARTICLE V CORPORATE CAPITALIZATION

A. The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is one million (1,000,000) shares of common stock ("Stock") having a par value of \$.001 per share.

B. The Board of Directors of the Corporation may authorize, from time to time, the issuance of shares of common stock for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in these First Restated Articles of Incorporation, as amended, the Bylaws of the Corporation, or the applicable provisions of Chapter 607 of the Florida Statutes.

ARTICLE VI
VOTING RIGHTS

Except as otherwise provided by law, the entire power for the election of Directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding shares of Stock. The holder of each share of Stock shall be entitled to one vote at each annual or special meeting of the stockholders of this Corporation.

ARTICLE VII
REGISTERED AGENT

The Registered Agent of the Corporation shall be Dennis McCabe, whose business office is identical with the Corporation's registered office set forth below.

ARTICLE VIII
ADDRESS OF REGISTERED OFFICE

The street address of the registered office of this Corporation is 2006 Vernon Place, Melbourne, FL 32901.

ARTICLE IX
BOARD OF DIRECTORS

A. The business of this Corporation shall be managed by the Board of Directors. The Board of Directors shall have three (3) Directors.

B. The number of Directors may be either increased or diminished from time to time by the Bylaws, adopted by the shareholders or Directors, but shall never be less than one (1).

C. The name and street addresses of the members of the Board of Directors, to hold office for the next calendar year, or until successors are elected or appointed and have been qualified, are:

<u>Name</u>	<u>Street Address</u>
Dennis McCabe	2006 Vernon Place Melbourne, FL 32901
Chris Howard	2006 Vernon Place Melbourne, FL 32901
Rudy Coelho	2006 Vernon Place Melbourne, FL 32901

ARTICLE X
BYLAWS

The power to adopt, amend or repeal the Bylaws of this Corporation shall be vested in the Board of Directors and the shareholders. The Board of Directors shall have the power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE XI
INDEMNIFICATION

This Corporation shall to the fullest extent permitted by law, as amended and supplemented from time to time, indemnify any and all persons whom it shall have power to indemnify from and against any and all expenses, liabilities or costs, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholders, or disinterested directors, or otherwise, both as to actions in an official capacity, or to actions in another capacity while holding office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of any such person.

ARTICLE XII
INCORPORATOR

The name and addresses of the Incorporator and Subscriber to the original Articles of Incorporation as of the date of the filing of such Articles of Incorporation with the Secretary of State was as follows:

Name

Street Address

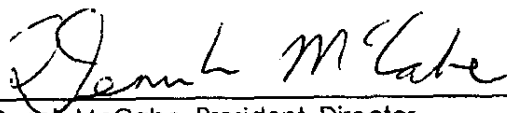
Dennis McCabe

312-B Wavecrest Ave.
Indianantic FL 32903

ARTICLE XIII
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these First Restated Articles of Incorporation, or in any amendment hereto, or to add any provision to these First Restated Articles of Incorporation, or to any amendment hereto, in any manner now or hereafter permitted by the Florida Statutes.

IN WITNESS WHEREOF, the undersigned executed these First Restated Articles of Incorporation on this 17th day of May, 2012.



Dennis McCabe, President, Director