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ARTICLES OF AMENDMENT  
TO SECOND AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
APPLIED VISUAL TECHNOLOGY, INC.

APPLIED VISUAL TECHNOLOGY, INC., a Florida corporation (the "Corporation") hereby adopts these amendments to its Second Amended and Restated Articles of Incorporation as hereinafter set forth.

1. Pursuant to Sections 607.1006 and 607.0120 of the Florida Statutes, the Shareholders and Directors of the Corporation have adopted an Amendment to Article IV – Capital Stock of the Second Amended and Restated Articles of Incorporation as filed with the Secretary of State of Florida on February 20, 2013, which Amendment deletes in its entirety Section A of said Article IV and in its place and stead inserts the following Section A of Article IV of the Second Amended and Restated Articles of Incorporation as follows:

Article IV – Capital Stock

A. The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 11,000,000 shares of common stock having no par value, said stock consisting of 10,000,000 shares of Class A voting common stock and 1,000,000 shares of Class B non-voting common stock. The characteristics of each class of common stock shall be as follows:

The Class A common stock shall be voting stock and the holders thereof shall be entitled to vote on all issues upon which the shareholders are entitled to vote. The Class B common stock shall be non-voting and the holders thereof shall not be entitled to any vote on any issue.

Except as to voting as hereinabove provided, the rights and privileges of each class of stock shall be identical as to dividends and other rights, powers, and privileges.

2. Except as modified hereby, the Second Amended and Restated Articles of Incorporation of the Corporation shall be and remain in full force and effect.

3. The number of votes cast for the amendment by the Shareholders were sufficient for approval, and the Corporation's Shareholders are not divided into different voting groups.

4. The effective date of this amendment shall be June 11, 2014.

IN WITNESS WHEREOF, these Articles of Amendment have been executed by the Corporation this 11 day of June, 2014.

APPLIED VISUAL TECHNOLOGY, INC.

By: 

Roberto Abascal, Jr., CEO