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Amended And Restated Art

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February 27, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

ATLANTIC INTERNATIONAL DISTRIBUTORS, INC.
2905 DANESE ST
JACKSONVILLE, FL 32206

SUBJECT: ATLANTIC INTERNATIONAL DISTRIBUTORS, INC.
REF: P98000087932

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Irene Albritton
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF ATLANTIC INTERNATIONAL DISTRIBUTORS, INC.

Pursuant to Section 607.1007, Florida Statutes, the Articles of Incorporation of Atlantic International Distributors, Inc. are amended and restated in their entirety to read as follows:

ARTICLE I - NAME

The name of the corporation is Atlantic International Distributors, Inc. (the "Corporation").

ARTICLE II - ADDRESS

The street address of the principal office and the mailing address of the Corporation are:

5061 Shawland Road, Suite A
Jacksonville, Florida 32254

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of performing lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - DURATION AND EXISTENCE; EFFECTIVE DATE

The Corporation will exist perpetually. These Amended and Restated Articles of Incorporation shall be effective on the date of filing with the Florida Department of State.

ARTICLE V - AUTHORIZED SHARES

The maximum number of shares the Corporation is authorized to issue is 1,000 shares of common stock having a par value of $0.01 per share.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The Corporation hereby (i) designates 5061 Shawland Road, Suite A, Jacksonville, Florida 32254as the street address of the Corporation's registered office, and (ii) names Stephen Kenneth Maszy as the Corporation's registered agent at that address to accept service of process within the State of Florida.

ARTICLE VII - BOARD OF DIRECTORS

The number of directors may be increased or decreased from time to time, as provided in the Corporation's bylaws (the "Bylaws"), but shall never be less than one (1). The following individual shall serve as a director of the Corporation until his successor is duly elected or appointed and qualified

Prepared by:
Driver, McAfee, Peek & Hawthorne, P.L.
One Independent Drive, Suite 1200
Jacksonville, Florida 32202
(904) 301-1269

pursuant to the applicable conditions, provisions and terms of the Bylaws, or until the earlier of such director's death, removal or resignation:

Stephen Kenneth Maszy
5061 Shawland Road, Suite A
Jacksonville, Florida 32254

ARTICLE VIII - OFFICERS

The following individual shall serve as an officer of the Corporation, to hold the offices set forth opposite his name below until his successor is duly elected or appointed and qualified pursuant to the applicable conditions, provisions and terms of the Bylaws, or until the earlier of such officer's death, removal or resignation:

Stephen Kenneth Maszy – President, Secretary and Treasurer
5061 Shawland Road, Suite A
Jacksonville, Florida 32254

ARTICLE IX - INDEMNIFICATION

(a) The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation or its subsidiaries. To the fullest extent not prohibited by law, the Corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director within twenty (20) days after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The Corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was an employee or agent of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Corporation or its subsidiaries. The Corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Corporation relating thereto.

The undersigned, for the purpose of amending and restating the Corporation's Articles of Incorporation under the laws of the State of Florida, has executed these Amended and Restated Articles of Incorporation.

ATLANTIC INTERNATIONAL DISTRIBUTORS, INC.

By: ______________________________
Stephen Kenneth Maszy, President

CERTIFICATE OF ADOPTION

The undersigned hereby certifies that the foregoing Amended and Restated Articles of Incorporation were adopted and approved, and their filing authorized, by written consent of the Corporation's Board of Directors pursuant to Section 607.0821, Florida Statutes, and by written consent of the Corporation's shareholders pursuant to Section 607.0704, Florida Statutes, on February 24, 2012.

ATLANTIC INTERNATIONAL DISTRIBUTORS, INC.

By: ______________________
Stephen Kenneth Maszy, President

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby (i) agrees to act as registered agent for the Corporation named above, to accept service of process at the place designated in these Amended and Restated Articles of Incorporation, and to comply with the provisions of the Florida Business Corporation Act, and (ii) acknowledges that the undersigned is familiar with, and accepts, the obligations of such position.

____
Stephen Kenneth Maszy