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BRIGHTSTAR US, INC.

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**FIRST AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
BRIGHTSTAR US, INC.**

Brightstar US, Inc., a Florida corporation (the "Corporation"), does hereby certify as follows, pursuant to the provisions of the Florida Business Corporations Act ("FBCA").

1. That the Corporation, was incorporated on September 15, 2000 under the name Brightstar US, Inc., pursuant to the provisions of the FBCA.
2. This restatement contains amendments to the articles requiring shareholder approval under Section 607.1006 of the FBCA. In accordance with Sections 607.1003 and 607.1007 of the FBCA, the board of directors of the Corporation has recommended by unanimous written consent on March 22, 2017, that the sole shareholder of the Corporation approve, and the sole shareholder of the Corporation approved by written consent on March 22, 2017, the amendment and restatement of the Corporation's articles of incorporation to read in their entirety as follows:

**ARTICLE I.
NAME**

The name of the Corporation is Brightstar US, Inc.

**ARTICLE II.
ADDRESS**

The street and mailing address of the Corporation shall be 9725 NW 117th Ave., #105, Miami, FL 33178.

**ARTICLE III.
DURATION AND COMMENCEMENT OF EXISTENCE**

The duration of the Corporation shall be perpetual, commencing September 15, 2000.

**ARTICLE IV.
PURPOSE**

The purpose of the Corporation shall be to engage in any and all business permitted according to the laws of the United States and Florida.

**ARTICLE V.
CAPITAL STOCK**

The maximum number of shares of stock, which this Corporation is authorized to issue, is 11,000 shares of common stock having a part value of \$0.01 per share.


ARTICLE VI.
REGISTERED OFFICE AND AGENT

The name and street address of the Corporations registered office shall be CT Corporation System, 1200 South Pine Island Road, Plantation, FL 33324.

IN WITNESS WHEREOF, the undersigned has executed these First Amended and Restated Articles of Incorporation.

BRIGHTSTAR US, INC.

3/22/2017
Date

By: 
Name: Noel Marsden
Title: Director

Certificate of Registered Agent

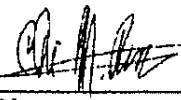
of

BRIGHTSTAR US, INC.

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CT CORPORATION SYSTEM

03/22/2017
Date

By: 
Name: _____ Chris Rickard
Title: _____ Fulfillment Specialist