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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
PMR USA, INC.**

Certificate of Status	0
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15 MAR 27 AM 7:38

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**ARTICLES OF AMENDMENT AND RESTATEMENT OF
THE ARTICLES OF INCORPORATION OF
PMR USA, INC.**

- A. The name of the corporation is PMR USA, INC. (the "Corporation").
- B. The Articles of Incorporation were first filed with the Florida Secretary of State on December 16, 2013 and assigned Document Number P13000099754. The Articles of Incorporation were last amended on November 21, 2014.
- C. On March 27, 2015, the shareholder and Board of Directors of the Corporation resolved to amend and restate the Articles of Incorporation in their entirety to read as follows, and to authorize the officers of the Corporation to file the same with the Secretary of State of the State of Florida:

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
PMR USA, INC.**

**ARTICLE I
NAME**

The name of the Corporation is PMR USA, Inc. (the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE**

The street address of the principal place of business and mailing address of the Corporation are 1100 SW 10th Street, Suite H, Delray Beach, Florida 33444.

**ARTICLE III
PURPOSE**

The purpose for which this corporation is organized is to conduct any and all lawful business.

**ARTICLE IV
CAPITAL STOCK**

The number of shares of capital stock that this Corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares of common stock with a par value of \$0.01 per share.

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ARTICLE V
REGISTERED AGENT AND ADDRESS

The name and address of the registered agent are Javier Markowicz, 2999 NE 191 Street, Suite 702, Aventura, Florida 33180. The Board of Directors of this Corporation may change the name and address of the registered agent from time to time.

ARTICLE VI
INDEMNIFICATION

Directors and officers of this Corporation shall, and employees and agents may, be indemnified to the fullest extent permitted by Florida law

ARTICLE VII
BYLAWS

The Board of Directors shall adopt Bylaws for this Corporation and from time to time may modify, alter, amend or rescind the same in accordance with the provisions of such Bylaws.

ARTICLE VIII
AMENDMENTS

This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner nor or hereinafter provided by Florida law.

ARTICLE IX
INCORPORATOR

The name and address of the incorporator of this Corporation are Javier Markowicz, 2999 NE 191 Street, Suite 702, Aventura, Florida 33180.

D. The Board of Directors and the shareholders were entitled to vote on these amendments. The Board of Directors and the shareholders unanimously approved these amendments.

IN WITNESS WHEREOF, the undersigned officer has executed these Articles of Amendment and Restatement of the Articles of Incorporation this 27th day of March, 2015.

PMR USA, INC.

By: 
Patrick Dupéré
President

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