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SECRETARY OF STATE
STATE OF IDAHO

FILED AT THE REQUEST OF:
Von Hansen
6149 N. Meeker Place, Suite 250
Boise, Idaho 83713

FILED BY:
Brian Larsen
Stoel Rives LLP
101 S. Capitol Blvd, Ste 1900
Boise, Idaho 83702

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ALERTSENSE, INC.**

The undersigned, Von Hansen, hereby certifies that he is the President of AlertSense, Inc., an Idaho corporation (the "**Corporation**"), and further certifies that:

1. By action taken by: (i) the Corporation's Board of Directors (the "**Board**") by unanimous written consent, dated June 12, 2015; and (ii) the Corporation's shareholders at a special meeting of the shareholders held on June 29, 2015, the amendment and restatement set forth below to the Corporation's Articles of Restatement of Articles of Incorporation was approved and duly adopted by the Corporation's directors and shareholders.

2. The Articles of Restatement of Articles of Incorporation are hereby amended and restated in their entirety in accordance with §§ 30-1-1003 and 30-1-1007 of the Idaho Business Corporation Act (the "**Act**") to read as follows:

**ARTICLE 1
NAME**

The name of the Corporation is "AlertSense, Inc."

**ARTICLE 2
CAPITAL STOCK**

The total number of shares of all classes of stock which the Corporation has authority to issue is 70,000,000, consisting of 50,000,000 shares of common stock, no par value ("**Common Stock**"), and 20,000,000 shares of preferred stock, no par value ("**Preferred Stock**").

The Board is hereby expressly authorized to provide, out of the unissued shares of Preferred Stock, for one or more series of Preferred Stock and, with respect to each such series, to fix the number of shares constituting such series and the designation of such series, the voting powers, if any, of the shares of such series, and the preferences and relative, participating, optional or other special rights, if any, and any qualifications, limitations or restrictions thereof, of the shares of such series. The powers, preferences and relative, participating, optional and other special rights of each series of Preferred Stock, and the qualifications, limitations or

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restrictions thereof, if any, may differ from those of any and all other series at any time outstanding.

The following is a statement of the designations and the powers, privileges and rights, and the qualifications, limitations or restrictions thereof in respect of each class of capital stock of the Corporation.

A. Common Stock

1. General. The voting, dividend, and liquidation rights of the holders of the Common Stock are subject to and qualified by the rights, powers, and preferences of the holders of the Preferred Stock as set forth herein.

2. Voting. The holders of Common Stock are entitled to one vote for each share of Common Stock held at all meeting of stockholders (and written actions in lieu of meetings). The aggregate number of authorized shares of Common Stock may be increased or decreased (but not below the number of shares of Common Stock then outstanding) by the affirmative vote of the majority of the holders of all capital stock of the Corporation, voting together as a single voting group, irrespective of the provisions of § 30-1-1004(1)(a) of the Act.

3. Reverse Stock Split. Upon the date these Articles are filed with the Secretary of State for the State of Idaho (the "**Effective Time**"), each one-thousand (1,000) shares of Common Stock issued and outstanding immediately prior to the Effective Time will be changed and reclassified into one share of Common Stock, no par value (the "**Reverse Stock Split**"). The Reverse Stock Split occurs automatically without any further action by either the holders of the shares of Common Stock affected thereby and whether or not the certificates representing such shares are surrendered to the Corporation or its transfer agent. The Reverse Stock Split is effected on a record holder-by-record holder basis. In the event that the number of shares of Common Stock for any shareholder resulting from the Reverse Stock Split includes a fraction, such fractional shares will be rounded up to the nearest whole share. The Corporation shall provide certificates representing the split, subdivided, and reclassified shares of Common Stock in exchange for and upon receipt and surrender of certificates representing shares of Common Stock issued prior to the Effective Time. From and after the Effective Time, and until they are surrendered to the Corporation, certificates representing shares of Common Stock issued and outstanding prior to the Effective Time represent only the right of the holder(s) thereof to receive shares of the split, subdivided, and reclassified shares of Common Stock resulting from the Reverse Stock Split.

**ARTICLE 3
REGISTERED AGENT AND REGISTERED OFFICE**

The name of the registered agent and address of the registered office is:

Name	Address
Von Hansen	6149 N Meeker Place, Suite 250 Boise, Idaho 83706

**ARTICLE 4
MAILING ADDRESS**

The mailing address of the Corporation is 6149 N Meeker Place, Suite 250, Boise, Idaho 83706.

**ARTICLE 5
PURPOSE**

The purpose for which the Corporation is organized is the transaction of any and all business for which corporations may be incorporated under the general corporate laws of the state of Idaho.

**ARTICLE 6
DURATION**

The period of the Corporation's duration is perpetual.

**ARTICLE 7
BOARD OF DIRECTORS**

The number of directors of the Corporation is determined in the manner provided by the Bylaws and may be increased or decreased from time to time in the manner provided therein.

**ARTICLE 8
LIMITATION OF LIABILITY**

There is no personal liability, either direct or indirect, of any director of the Corporation to the Corporation or its shareholders for monetary damages for any breach or breaches of fiduciary duty as a director; except that this provision does not eliminate the liability of a director to the Corporation or to its shareholders for monetary damages for any breach, act, omission, or transaction as to which the Act (as in effect from time to time) prohibits expressly the elimination of liability. This provision does not limit the rights of directors of the Corporation for indemnification or other assistance from the Corporation. Any repeal or modification of the foregoing provisions of this Article by the shareholders of the Corporation, or any repeal or modification of the Act which permits the elimination of liability of directors by this Article, does not affect adversely any elimination of liability, right, or protection of a director of the

Corporation with respect to any breach, act, omission, or transaction of such director occurring prior to the time of such repeal or modification.

**ARTICLE 9
INDEMNIFICATION OF DIRECTORS**

The Corporation shall indemnify the directors and officers of the Corporation to the fullest extent permitted by the Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than the Act permitted the Corporation to provide prior to such amendment).

**ARTICLE 10
PREEMPTIVE RIGHTS**

The Corporation does not elect to have preemptive rights and no preemptive rights exist with respect to shares of stock or securities convertible in shares or stock of the Corporation, unless otherwise agreed to in writing by the Corporation.

**ARTICLE 11
CUMULATIVE VOTING**

In accordance with § 30-1-728 of the Act, shareholders of the Corporation do not have the right to cumulate votes for the election of directors.

**ARTICLE 12
VOTING BY VOTING GROUPS**

Except to the extent otherwise expressly provided in ARTICLE 2 of these Articles with respect to voting or approval rights of the Preferred Stock, the holders of each outstanding class of shares of stock of the Corporation shall not be entitled to vote as a separate voting group (i) on any amendment to these Articles with respect to which such class or series would otherwise be entitled under § 30-1-1004 of the Act, (ii) on any plan of merger or share exchange with respect to which such class or series would otherwise be entitled under §§ 30-1-1104(5) and (6) of the Act, or (iii) on any other matter required or permitted to be submitted to a vote of the Corporation's shareholders.

**ARTICLE 13
ACTION BY SHAREHOLDERS WITHOUT A MEETING**

To the maximum extent permitted under the Act, any action required or permitted by the Act to be taken at a shareholders' meeting may be taken without a meeting if the action is taken by all of the Corporation's shareholders entitled to vote on the action and evidenced by one (1) or more written consents bearing the date of signature and describing the action taken, signed by all the shareholders entitled to vote on the action, and delivered to the corporation for inclusion in the minutes or filing with the corporate records.

ARTICLE 14

AMENDMENTS

The Corporation reserves the right to amend, alter, change or repeal any provisions contained herein in any manner now or hereafter prescribed or permitted by the Act. All rights of shareholders of the Corporation are granted subject to this reservation.

Execution Version

IN WITNESS WHEREOF, the undersigned has subscribed these Amended and Restated Articles of Incorporation effective as of June 30, 2015.

A handwritten signature in black ink, appearing to read 'Von Hansen', written over a horizontal line.

Von Hansen, President

IDAHO SECRETARY OF STATE

07/01/2015 05:00

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1@ 30.00 = 30.00 AMEND PROF #2