

Division of Corporations

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**BASIC AMENDMENT**

**ARGEN GAS CORP.**

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**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION OF**  
**ARGEN GAS CORP.**

**THE UNDERSIGNED**, pursuant to the provisions of Florida Statutes Sections 607.1006, 607.1007 and 607.1003 (6) of the Florida Business Corporation Act, adopt, effective as of February 20, 2003, the following Amended and Restated Articles of Incorporation of **ARGEN GAS CORP.**, and confirm that such Amended and Restated Articles of Incorporation were duly approved and adopted as of February 17, 2003 by the Shareholders having the requisite number of votes necessary to approve such Amended and Restated Articles of Incorporation, as follows:

ARTICLE 1. The name of the corporation is Argen Gas Corp.

ARTICLE 2. The term for which the corporation is to exist is perpetual.

ARTICLE 3. The general nature of the business to be transacted by the corporation shall be to engage in any act permitted under the laws of the United States of America and of the State of Florida, as limited by the provisions of the Florida Corporation Act.

ARTICLE 4. The aggregate number of shares of capital stock which the corporation shall have the authority to issue is one thousand (1,000) shares of common stock having a par value of one dollar (\$1.00) each.

ARTICLE 5. The initial principal office of the corporation shall be located at 3201 N.W. 183<sup>rd</sup> Street, Miami, FL 33055. Registered Agent shall be PEDRO A. COFIÑO, ESQ., at Cofiño & Gongora, 407 Lincoln Road, Suite 2B, Miami Beach, Florida 33139.

ARTICLE 6. The Board of Directors shall be comprised of (3) members. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1).

ARTICLE 7. The names and addresses of the Directors for the calendar year 2003 are:

Blas J. Furiati	555 N.E. 15 <sup>th</sup> Street #15G, Miami, FL 33132
Jean-Pierre Obregon	10091 N.W. 32 Terrace, Miami, FL 33172
Gustavo A. Ucha	2735 N.W. 7 Street, Miami, FL 33125

ARTICLE 8. The names of the Officers for the calendar year 2003 are:

Jean-Pierre Obregon	President
Blas J. Furiati	Vice-President
Isabela Furiati	Treasurer
Gustavo A. Ucha	Secretary

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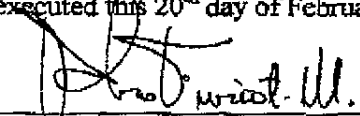
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ARTICLE 9. The names and addresses of the incorporators are:

Jorge Smulski	3201 N.W. 183 <sup>rd</sup> Street, Miami, FL 33055
Guillermo A. Moure	3201 N.W. 183 <sup>rd</sup> Street, Miami, FL 33055
Carlos R. Barbieri	3201 N.W. 183 <sup>rd</sup> Street, Miami, FL 33055

ARTICLE 10. With respect to all shares of stock of the corporation, every Shareholder upon a sale for cash or other property of any such new shares of stock, or options or warrants therefore, shall have the pre-emptive right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the same price at which such new shares of stock, or option or warrants therefor, are offered to others.

These Amended and Restated Articles of Incorporation of the corporation are hereby executed this 20<sup>th</sup> day of February, 2003.

  
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BLAS J. FURLATI  
Director

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