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Division of Corporations  
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To:  
Division of Corporations  
Fax Number : (850)205-0380

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
Fax Number : (305) 672-9110

BASIC AMENDMENT

WINDMILL BANKER CORPORATION

Certificate of Status	1
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Name Change  
w/  
Amended & Restated  
Art.  
02/23/05



OFFICE OF FINANCIAL REGULATION

DON B. SAXON  
COMMISSIONER

FINANCIAL SERVICES  
COMMISSION

JEB BUSH  
GOVERNOR

TOM GALLAGHER  
CHIEF FINANCIAL OFFICER

CHARLIE CRIST  
ATTORNEY GENERAL

January 18, 2005

Ms. Karla Samia  
Vice President  
Corporate Creations International, Inc.  
941 Fourth Street  
Miami Beach, Florida 33139

Dear Ms. Samia:

Re: *Windmill Banker Real Estate Corporation*

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Office that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Office does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,

Linda B. Charity  
Director  
Division of Financial Institutions

LBC:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings, Division of Corporations,  
Department of State

**OFFICE OF FINANCIAL REGULATION****CORPORATE NAME APPROVAL REQUEST**

Pursuant to Section 655.922, Florida Statutes, no person other than a financial institution shall in this state transact business under any name or title that contains the words "bank," "banco," "banque," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or words of similar import, in any context or in any manner.

A proposed corporate name should be definitive enough to differentiate the business to be conducted from that of a commercial bank, trust company, savings and loan association, savings bank, or credit union. For example, a mortgage-related business should use the word "mortgage" in its corporate name.

In order for OFR to consider your request for approval to use "bank," "banco," "banque," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or words of similar import, in any context or in any manner in your corporate title, and issue a no objection letter, please provide the following information:

?? The corporate name proposed is: WINDMILL BANKER REAL ESTATE

CORPORATION

?? The nature of the business to be transacted: REAL ESTATE AGENCY/brokerage

?? The proposed business will be located at:

2761 Executive Park Drive Weston, FL 33331 954-888-4646

Street Address City State Zip Code Telephone

?? List the principals involved in the proposed company:

Jonathan H. Kline

	Name	Address	Telephone
Contact Person:	Karla Sarria	941 Fourth Street	305-672-
	Karla Sarria	Miami Beach, FL	0686
	VP Corporate Creations	33139	

Return to:

Fax 305-  
672-9110

Deputy Director  
Office of Financial Regulation  
200 East Gaines Street  
Tallahassee, Florida 32399-0371  
(850) 410-9111 (850) 410-9546 (fax)

# AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective February 22, 2005 by the Corporation's Board of Directors and shareholders pursuant to section 607.1007, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Incorporation was approved by the shareholders by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation, as amended.

Article I. Name. If no old name is listed below, the name of this Florida corporation has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: WINDMILL BANKER REAL ESTATE CORPORATION  
Old Name: Windmill Banker Corporation

Article II. Address. The Corporation's mailing address is:  
WINDMILL BANKER REAL ESTATE CORPORATION  
2761 Executive Park Drive  
Weston FL 33331

Article III. Registered Agent. The Corporation's registered agent is:  
Jonathan H. Kline  
2761 Executive Park Drive  
Weston FL 33331

Article IV. Officers. The names and addresses of the Corporation's officers are:

President	Barbara Kline	2761 Executive Park Drive	Weston FL 33331
Secretary			
Treasurer	Barbara Kline	2761 Executive Park Drive	Weston FL 33331

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Article V. Board of Directors. The Corporation's affairs shall be managed by a Board of

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Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Corporation's Bylaws. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

The name of each member of the Corporation's Board of Directors is:

Barbara Kline 2761 Executive Park Drive Weston FL 33331

Article VI. Capital Stock. The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VII. Corporate Existence. The corporate existence of the Corporation will begin effective upon the filing date of the original Articles of Incorporation.

The undersigned executed these Amended and Restated Articles of Incorporation on the date shown below.

Windmill Banker Corporation  
WINDMILL BANKER REAL ESTATE CORPORATION

By: \_\_\_\_\_  
by K. Sarria as attorney-in-fact

Name: Barbara Kline

Title: President

Date: February 22, 2005

## CERTIFICATE OF DESIGNATION

Corporate Creations International Inc.  
941 Fourth Street  
Miami Beach FL 33139  
(305) 672-0686

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REGISTERED AGENT/OFFICE

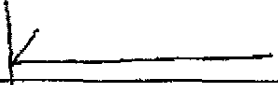
CORPORATION:

WINDMILL BANKER REAL ESTATE CORPORATION

REGISTERED AGENT/OFFICE:

Jonathan H. Kline  
2761 Executive Park Drive  
Weston FL 33331

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
JONATHAN H. KLINE  
by K. Satria as attorney-in-fact

Date: 2/22/2005

Corporate Creations International Inc.  
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