

S42649

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

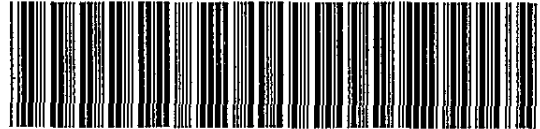
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Certified Copies _____ Certificates of Status _____

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*Amended Petition Art/nc
MD 6/18*



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06/01/04--01066--025 **43.75

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CLERK OF THE COURT
TALLAHASSEE, FLORIDA

AIBC

AIBC International Corp. ^(SR)

May 27, 2004

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attn: Amendments Section

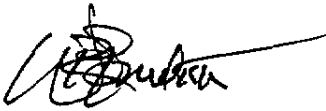
Re: Amended Articles of Incorporation

Dear Sir or Madam:

Enclosed please find a copy of the Amended and Restated Articles of Incorporation of AIBC International Finance Corp. – now known as “AIBC International Corp. ^(SR)” – together with a check in the amount of \$43.75 to cover the \$35 filing fee and \$8.75 for a certified copy of this document to be returned to us.

Thank you.

Sincerely



William R. Burdette
President



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 8, 2004

WILLIAM R. BURDETTE
AIBC INTERNATIONAL CORP.
6795 S.W. 74TH STREET
SOUTH MIAMI, FL 33143

Ref. Number: 000037369490

We have received your document for and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

We can find no record of the entity named in your document. A computer printout of a similar named entity is enclosed for your review. If this is the right name, please correct your document and return it for filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6882.

Maryanne Dickey
Document Specialist

Letter Number: 504A00038980

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
AIBC INTERNATIONAL FINANCE CORP.**

Document Number of Corporation: S42649

AIBC International Finance Corp. (the "Corporation") was duly organized as a Florida corporation on May 7, 1991, pursuant to Articles of Incorporation which were duly filed with the Florida Secretary of State on that date. Pursuant to the provisions of Section 607.1007, the Articles of Incorporation of the Corporation are hereby amended and restated in their entirety to supersede the Articles of Incorporation of the Corporation as follows:

ARTICLE I

Name

The name of the Corporation is: **AIBC International Corp.** ^(SR)

ARTICLE II

Principal Office and Mailing Address

The address of the Corporation's principal office and its mailing address are: 2103 Coral Way, Suite 202, Miami, FL 33145

ARTICLE III

Duration and Commencement of Corporate Existence

The Corporation shall exist perpetually. The corporate existence commenced upon filing of the Articles of Incorporation on May 7, 1991.

ARTICLE IV

Capital Stock

The Corporation is authorized to issue ten thousand (10,000) shares of common stock of the Corporation having a par value of One Dollar (\$1.00) per share.

ARTICLE V

Nature of the Business

The Corporation is organized for the purpose of transacting any and all lawful business. It will be the intention and purpose of the Corporation to develop and deliver products or services for customers in ways which nurture and support humanity, including business practices which reflect the Corporation's commitment to use its best efforts to operate the business in alignment with the following chosen values:

1. Respect and care for our employees and their roles in the Corporation and in life in general, both as employees and as fathers or mothers, sons or daughters, friends or partners of others in life and as members of the communities in which they live and work, creating an environment in which the employees enjoy coming to work and feel inspired and enabled in their own personal growth.
2. Respect for our customers and vendors, always dealing with them fairly and honestly, so they feel our authentic interest in their welfare as well as our own.

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3. Respect for the environment, doing business in ways that support and maintain a healthy and sustainable relationship between the Corporation and the environment that we affect, both locally and globally.
4. Respect for the communities in which we do business, finding ways to give something back to them in order to express our gratitude for their contribution to us and the lives of our customers, employees and vendors.
5. Respect for our stockholders, creating long term value for them in gratitude for their contributions to our success and growth.

This statement of values is expressed in order to set high goals for ourselves and to establish a core foundation around which a natural self-organizing and evolving process can occur for the Corporation, subject, however, to the condition and limitation that it is not intended and shall not be construed at any time as the basis for any demands or legal actions by anyone who believes that we have not met these goals, although the Corporation will develop a reasonable forum for addressing such issues when they arise.

ARTICLE VI
Registered Agent and Office

The name of the registered agent of the Corporation is William R. Burdette, residing at 6795 SW 74th Street, South Miami, FL 33143.

ARTICLE VII
Incorporator

The name and address of the incorporator of the Corporation was Capital Connection, Inc. 417 E. Virginia Street, Suite 1, Tallahassee, FL 32301.

ARTICLE VIII
Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and shareholders of the Corporation.

ARTICLE IX
Indemnification

The Corporation shall indemnify, to the full extent permitted by law, the Incorporator and any officer and director of the Corporation.

The undersigned hereby certifies as of the hereof that the foregoing Amended and Restated Articles of Incorporation of the Corporation were duly approved and adopted by the unanimous joint written consent of the Directors of the Corporation who also represent a majority in interest of the shareholders of the Corporation, all in accordance with the Florida Statutes and Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned has caused these Amended and Restated Articles of Incorporation to be duly executed as of the 15th day of June, 2004.

AIBC INTERNATIONAL CORP. ^(SR)

By: 
William R. Burdette, President