

P06000008284

Florida Department of State
Division of Corporations
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DR. GOLD, INC.

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Amend & Restated
Art.

03/17/06

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 16, 2006

DR. GOLD, INC.
99 NW 166TH STREET
MIAMI, FL 33169

SUBJECT: DR. GOLD, INC.
REF: P06000008284

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document.


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

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Darlene Connell
Document Specialist

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THANK YOU!


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AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective March 16, 2006 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: Dr. Gold, Inc.
Old Name:

Article II. Address

The mailing address of the Corporation is:
Dr. Gold, Inc.
99 NW 166th Street
Miami FL 33169

Article III. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Dr. Louis Gold
Rani Ben-David
Tamir Cohen
Wilhelm Zimmerman

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The affairs of the Corporation shall be managed by a Board of 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 Bylaws of the Corporation. 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.

Aron Mandl | FL Bar Member 165270
Law Offices of Aron Mandl
1206 NE 163rd Street
North Miami Beach FL 33162
305-957-7000

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Article IV. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value \$1.00 per share.

Article V. Registered Agent

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

Rani Ben-David
99 NW 166th Street
Miami FL 33169

Article VI. 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.

Dr. Gold, Inc.

By: 

Name: DR. LOUIS GOLD

Title: DIRECTOR

Date: MAR. 15, 2006

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CORPORATION:

Dr. Gold, Inc.

REGISTERED AGENT/OFFICE:

Rani Ben-David
99 NW 166th Street
Miami FL 33169

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.



RANI BEN-DAVID
by T. Eacz/as attorney-in-fact

Date: March 16, 2006

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