

11/30/2007 12:53 FAX 4074231831

Division of Corporations

DEAN MEAD ORLANDO

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**Florida Department of State**  
Division of Corporations  
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**FOR AMND/RESTATE/CORRECT OR O/D RESIGN**

**TROPI-KEYS CONSTRUCTION CORP.**

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF TROPI-KEYS CONSTRUCTION CORP.**

Pursuant to the provisions of Sections 607.1006 and 607.1007 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Amended and Restated Articles of Incorporation:

**ARTICLE I - NAME OF CORPORATION**

The name of this Corporation is Tropi-Keys Construction Corp.

**ARTICLE II - PURPOSE**

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

**ARTICLE III - PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of this Corporation is located at 1172 South Dixie Hwy., Suite 574 Coral Gables, Florida 33146. The mailing address of the Corporation is 1172 South Dixie Hwy., Suite 574 Coral Gables, Florida 33146.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is fifty (50) shares of common stock with no par value.

**ARTICLE V - BOARD OF DIRECTORS**

A. The number of Directors of this corporation shall be two (2).

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B. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the shareholders or Directors, but shall never be less than one (1).

C. The names and street addresses of the members of the Board of Directors, each to hold office until their successors are elected or appointed and have qualified, are:

Daniel Levenson 1172 South Dixie Hwy. Suite 574  
Coral Gables, Florida 33146

David Levenson 3732 Clearbrooke Court  
Duluth, Georgia 30097

**ARTICLE VI - INDEMNIFICATION**

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE VII - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

IN WITNESS WHEREOF, I have subscribed my name as Vice President pursuant to lawful corporate authority this 26<sup>th</sup> day of November, 2007.

TROPIKEYS CONSTRUCTION CORP.

By: 

Daniel Levenson, Vice President

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**OFFICER'S CERTIFICATE TO ACCOMPANY  
AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
TROPI-KEYS CONSTRUCTION CORP.**

I, DAVID LEVENSON, being the duly elected, qualified and acting President of TROPI-KEYS CONSTRUCTION, CORP., a Florida corporation (the "Corporation"), hereby certify that the Amended and Restated Articles of Incorporation of the Corporation accompanying this Certificate were (1) duly adopted and approved by all of the members of the Board of Directors of the Corporation in compliance with Section 607.1007 of the Florida Statutes, (2) duly adopted and approved by a majority of the shareholders of the Corporation in compliance with Section 607.1007 of the Florida Statutes, and (3) that the number of votes cast for the Amended and Restated Articles of Incorporation by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, I have subscribed my name as President pursuant to lawful corporate authority, on this 26th day of November, 2007.

  
David Levenson, President