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COR AMND/RESTATE/CORRECT OR O/D RESIGN

ATLAS PACKAGING, INC.

Certificate of Status	0
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06 AUG 31 AM 8:00
DIVISION OF CORPORATIONS

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06 AUG 31 AM 10:44
TALLAHASSEE
SECRETARY OF STATE

Handwritten signature: Jones Foster

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ATLAS PACKAGING, INC.**

Pursuant to the provisions of § 607.1007 of the Florida Statutes, ATLAS PACKAGING, INC., a Florida corporation (the "Corporation") hereby restates its Articles of Incorporation, together with amendments thereto adopted pursuant to §§ 607.1002 and 607.1003 of the Florida Statutes, as follows:

ARTICLE I

Name

The name of the Corporation is ATLAS PACKAGING, INC.

ARTICLE II

Duration

The Corporation shall have perpetual existence.

ARTICLE III

Purpose

The Corporation is organized for the purpose of transacting any lawful business.

ARTICLE IV

Capital Stock

The Corporation is authorized to issue Two Thousand One Hundred (2,100) shares of common stock, which shares shall consist of two series:

- (a) One Hundred (100) shares of Voting Common Stock, par value \$10.00 per share; and
- (b) Two Thousand (2,000) shares of Non-Voting Common Stock, zero (\$0) par value per share.

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Other than voting rights and par value, both series of common stock shall be identical. All issued certificates shall bear the legend required by § 607.0625(3) of the Florida Statutes.

In addition to any other rights provided by law, so long as any Voting Common Stock shall be outstanding, this Corporation shall not, without first obtaining the affirmative vote or written consent of all of the then-outstanding Voting Common Stock, issue any shares of any class or series of stock or any bonds, debentures, notes or other obligations convertible into or exchangeable for, or having option rights to purchase, any shares of the capital stock of this Corporation.

ARTICLE V

Pre-emptive Rights

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he or she already holds and is vested of, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the same price at which it is offered to others.

ARTICLE VI

Principal Place of Business

The Corporation's principal place of business is:

Atlas Packaging, Inc.
13165 NW 38th Avenue
Opa-Locka, Florida 33054

ARTICLE VII

Registered Agent/Registered Office

The Registered Agent of the Corporation is T. Walter Shields, located at the Registered Office of the Corporation at 13165 NW 38th Avenue, Opa-Locka, Florida 33054.

ARTICLE VIII

Board of Directors

The corporation shall initially have four (4) directors. The number of directors may be increased or decreased from time to time in accordance with the Corporation's By-Laws, but shall never be less than one (1).

ARTICLE IX

Meetings by Conference Telephone

Members of the Board of Directors may participate in special meetings of the Board of Directors by conference telephone, but regular meetings must be attended in person.

ARTICLE X

Dividends

Dividends may be paid to the shareholders out of the unreserved and unrestricted surplus of the Corporation and dividends payable in shares of any class may be paid to the shareholders of any other class.

ARTICLE XI

Indemnification

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

ARTICLE XII

Powers

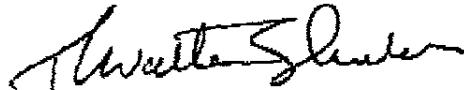
In general and in connection with the foregoing, the Corporation may carry on all business, manufacturing or otherwise and have and exercise all powers conferred by the laws of the State of Florida upon corporations organized under its statutes; and it is further hereby specifically provided that the foregoing enumerations of specific powers shall not be held to limit or restrict in any manner the general powers of this Corporation.

**Certification of Amendment and Restatement of
Articles of Incorporation**

This Amendment and Restatement of the Articles of Incorporation of the Corporation includes an amendment to these Articles that requires shareholder approval.

In connection herewith, the Corporation's directors and shareholders unanimously approved this Amendment and Restatement by written consent dated August 29, 2006.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Amended and Restated Articles of Incorporation this 29th day of August, 2006.



T. Walter Shields, Chairman

**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That ATLAS PACKAGING, INC., desiring to organize under the laws of the State of Florida, has named T. Walter Shields, located at the Registered Office of the corporation at 13165 NW 38th Avenue, Opa-Locka, Florida 33054, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: August 29, 2006


T. Walter Shields, Registered Agent

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