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Fax Number : (850) 617-6380

From: Account Name : ELK CHRISTU & BAKST, LLP
Account Number : I19980000040
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COR AMND/RESTATE/CORRECT OR O/D RESIGN

DELL & SCHAEFER REALTY, INC.

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Restated Art. w/Name

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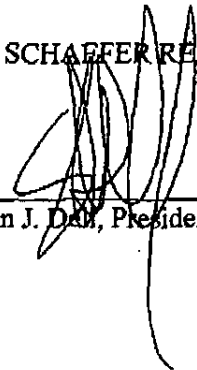
**ARTICLES OF AMENDMENT AND RESTATEMENT
OF THE
ARTICLES OF INCORPORATION
OF
DELL & SCHAEFER REALTY, INC.**

It is hereby certified pursuant to the Florida Business Corporation Act, as amended, that:

1. The name of the corporation (hereinafter called the "Corporation") is Dell & Schaefer Realty, Inc. The Corporation was assigned document number F99065.
2. The Articles of Incorporation of the Corporation are amended and restated in their entirety in the form of the Restated Articles of Incorporation attached hereto.
3. The Restated Articles of Incorporation of the Corporation were adopted on November30, 2007.
4. The Restated Articles of Incorporation contain amendments to the Articles of Incorporation which required shareholder approval. The Restated Articles of Incorporation, including the amendments to the Articles of Incorporation effected thereby, were approved by the shareholders of the Corporation and the number of votes cast by the shareholders was sufficient for approval.

Dated as of November30, 2007

DELL & SCHAEFER REALTY, INC.

By:  _____
Steven J. Dell, President

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RESTATED ARTICLES OF INCORPORATION
OF
THE ULTIMATE INVESTMENT HOLDING COMPANY

These Restated Articles of Incorporation were duly adopted pursuant to the Florida Business Corporation Act, as amended.

ARTICLE I
NAME

The name of the corporation (hereinafter called the "corporation") is The Ultimate Investment Holding Company.

ARTICLE II
PURPOSE

The purpose of the corporation is to engage in any lawful business, act or activity for which corporations may be organized under the Florida Business Corporation Act, as amended.

ARTICLE III
CAPITAL STOCK

The total number of shares that the corporation is authorized to issue is One Thousand (1,000) shares of Common Stock, \$1.00 par value per share.

ARTICLE IV
ADDRESS

The street address and mailing address of the current principal office of the corporation is 2404 Hollywood Boulevard, Hollywood, Florida 33020.

ARTICLE V
REGISTERED AGENT

The street address of the current registered office of the corporation in the State of Florida is 2404 Hollywood Boulevard, Hollywood, Florida 33020. The name of the current registered agent of the corporation at said registered office is Steven Jay Dell, Esq.

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**ARTICLE VI
INCORPORATION**

The names of the incorporators and the addresses of the incorporators of the corporation are as follows:

Steven Jay Dell
Suite 400, Center Court Building
2450 Hollywood Boulevard
Hollywood, Florida 33020

Dennis L. Schaefer
Suite 400, Center Court Building
2450 Hollywood Boulevard
Hollywood, Florida 33020

Signed on this 20 day of November, 2007



Steven J. Dell as President of the corporation

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