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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
TOUAX MODULAR BUILDING USA, INC.**

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T. LEMIEUX

**RESTATED ARTICLES OF INCORPORATION
OF
TOUAX MODULAR BUILDING USA, INC.**

WHEREAS, the Articles of Incorporation of Marsten/THG Modular Leasing Corporation were filed with and approved by the Secretary of State of the State of Florida on May 11, 1989;

WHEREAS, Marsten/THG Modular Leasing Corporation changed its name to Touax Modular Building USA, Inc. on December 27, 2010;

WHEREAS, it is the intention of the directors and all of the shareholders of Touax Modular Building USA, Inc. that the Articles of Incorporation be restated in accordance with the proposed restatement hereinafter set forth;

WHEREAS, the proposed restatement of the Articles of Incorporation hereinafter set forth was approved by all of the directors and all of the shareholders of Touax Modular Building USA, Inc. pursuant to the provisions of Florida Statute, Section 607.1003, on the 24th day of May, 2012;

WHEREAS, the duly adopted Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments to them; and

WHEREAS, the approval of the Secretary of State of the State of Florida of the proposed restatement hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of Touax Modular Building USA, Inc. are hereby restated in their entirety as follows:

ARTICLE I

The name of this corporation shall be: **TOUAX MODULAR BUILDING USA, INC.**

ARTICLE II

The general nature of the business or businesses to be transacted by this corporation shall be:

1. To take, acquire, buy, hold, own, maintain, work, develop, sell, lease, convey, mortgage, hypothecate, exchange, improve and otherwise deal in and dispose of real and personal property or any interest or rights therein; to buy, sell, assign, convey, satisfy, release and cancel liens upon personal and real property; to draw, accept, endorse, discount and deliver bills of exchange, promissory notes, stocks, bonds, debentures and other negotiable instruments

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of whatsoever nature and to secure the same by mortgage or otherwise on property, real and personal.

2. To borrow money and contract debts necessary for the transaction of the business of the corporation, or for the exercise of its corporation rights, privileges and franchises or for any other lawful purpose; to issue bonds, promissory notes, stock, bills of exchange, debentures and other obligations and the evidences of indebtedness, payable at a specified time or times, or payable upon the happening of a specified event or events, secured or unsecured, from time to time or for any of the other objects of this business, and generally transact business concerning the same.

3. To acquire by purchase, subscription or otherwise, and to hold for investment, and to own, hold, sell, vote and handle shares of stocks and bonds in other corporations.

4. To have one or more offices to conduct its business and promote its objects within and without the State of Florida, in other states, the District of Columbia, the territories, possessions and dependencies of the United States and foreign countries without restriction as to place or amount.

5. To acquire, hold, own, dispose of and generally deal in grants, concessions, franchises, contracts, patents, patent rights, licenses, inventions, copyrights, trademarks and trade names or pending applications therefor relating to or useful in connection with any business of the corporation of every kind; to cause to be formed, to promote and to aid in any way in the formation of any corporations, domestic or foreign.

6. To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in these Restated Articles of Incorporation and any amendment thereof necessary or incidental to the protection and benefit of the corporation, as principal, agent, director, trustee or otherwise, and in general, either alone or in association with other corporations, firms or individuals to carry on any lawful business or acts necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of this corporation, whether or not such business or acts are similar in nature to the purposes and objects set forth herein and any amendment hereof.

The foregoing paragraph shall be construed as enumerating both objects and powers of this corporation, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation and this corporation shall enjoy all the rights, privileges and immunities of a corporation operating for profit under and prescribed by the laws of the State of Florida appertaining to such corporations.

ARTICLE III

The amount of capital stock authorized for this corporation shall be 1,000 (One Thousand) shares of common stock with a par value of One Dollar (\$1.00) per share. All of the authorized stock of this corporation shall be fully paid and non-assessable upon issue, and all

such stock may be issued or disposed of for such consideration payable in cash, property, real or personal or mixed, labor or services, at a just valuation to be fixed by the Board of Directors of this corporation. The directors of this corporation, in any legal meeting, are authorized to issue and dispose of all or any part of the authorized stock of this corporation for such consideration aforesaid, at a valuation as the directors thereof deem equitable.

ARTICLE IV

This corporation shall have perpetual existence unless sooner dissolved as may be directed by law.

ARTICLE V

The corporation's principal place of business is 155 Cranes Roost Blvd., Ste. 2070, Altamonte Springs, Florida 32701. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VI

The number of directors shall be set forth in the Bylaws of this corporation and may be increased or decreased from time to time in accordance with the Bylaws of the corporation.

ARTICLE VII

These Restated Articles of Incorporation may be amended in a manner provided therefor by the laws of the State of Florida. Each amendment to these Restated Articles of Incorporation shall be proposed by one or more of the stockholders of this corporation. Any question or motion or action of the stockholders of this corporation shall be decided by a majority vote of the stock entitled to vote thereon. The Bylaws of this corporation shall be promulgated, adopted, amended, changed or deleted by the stockholders of this corporation. The business affairs of this corporation shall be conducted by a Board of Directors and the directors thereof shall be elected at the annual meeting of the stockholders of this corporation. No person shall be required to own, hold or control stock in this corporation as a condition precedent to holding an office or being a director or agent of this corporation. Vacancies in the officers and directors of this corporation shall be filled as prescribed in the Bylaws of this corporation. This corporation shall have and enjoy all of the rights, privileges and immunities of a corporation operating for profit under the laws of the State of Florida appertaining thereto at the time of the incorporation hereof and any amendments thereto. The number and nature of the offices in this corporation may be increased, deleted or changed by the Bylaws of this corporation in keeping with the laws of the State of Florida appertaining thereto. Any action taken by the corporation may be ratified by a writing signed by all of the stockholders, thereby dispensing with the formalities of special and annual meetings of the stockholders and directors.

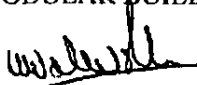
ARTICLE VIII

The address of the corporation's registered office is 2121 Ponce De Leon Blvd., Suite 1200, Coral Gables, Florida 33134. The name of the agent at such address is Thibault Decker.

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IN WITNESS WHEREOF, Touax Modular Building USA, Inc. has caused these Restated Articles of Incorporation to be executed on its behalf by Raphael Walewski, its President on May 24, 2012.

TOUAX MODULAR BUILDING USA, INC.



Name: Raphael Walewski
Title: President