

Thursday, December 2, 1999

Division of Corporations

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Florida Department of State  
Division of Corporations  
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From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
Fax Number : (305) 672-9110

LIMITED LIABILITY AMENDMENT

PALADIN INTERNATIONAL GROUP, LLC

Certificate of Status	0
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## AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted effective December 9, 1999 by the members pursuant to section 608.408, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

### Article I. Name

If no old name is listed below, the name of this Florida limited liability company 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: PALADIN GROUP INTERNATIONAL, LLC  
Old Name: PALADIN INTERNATIONAL GROUP, LLC

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### Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on July 23, 1999.

### Article III. Address

The Company's street and mailing address is:  
PALADIN GROUP INTERNATIONAL, LLC  
1634 Main St.  
Sarasota FL 34236

### Article IV. Registered Agent

The name and street address of the Company's registered agent is:

Lana Pat Fink  
1634 Main St.  
Sarasota FL 34236

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

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**Article V. Transferability of Membership Interests**

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

**Article VI. Management**

This will be a member-managed company. The name of each member is:  
PALADIN INTERNATIONAL, LTD.  
1634 Main St. Sarasota FL 34236

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**Article VII. Company Existence**

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.

**PALADIN GROUP INTERNATIONAL, LLC**

By:   
Lana Pat Fink

Name: Lana Pat Fink

Title: Manager

Date: 12-9-99

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0886

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**  
**PALADIN GROUP INTERNATIONAL, LLC**

**REGISTERED AGENT/OFFICE:**  
**Lana Pat Fink**  
**1634 Main St.**  
**Sarasota FL 34236**

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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.

  
LANA PAT FINK

Date: December 9, 1999

Corporate Creations International Inc.  
841 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

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