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To:

Division of Corporations

Fax Number

: (850) 205-0383

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053 Phone : (305)672-0686

Phone : (305) 672-0686 Fax Number : (305) 672-9110 F CORPORATION

#### LIMITED LIABILITY AMENDMENT

ASSET & WEALTH PROTECTION, LLC

Certificate of Status	0
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#### H03000009401

## AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted effective January 10, 2003 by the members pursuant to section 608.411, 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: Asset & Wealth Protection, LLC Old Name:

#### Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on November 1, 1999.

#### Article III. Address

The Company's street and mailing address is:

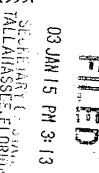
Asset & Wealth Protection, LLC 4367 North Federal Hwy Ste. 101 Fort Lauderdale FL 33308

#### Article IV. Registered Agent

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

Jorge A. Colon 4367 North Federal Hwy Ste. 101 Fort Lauderdale FL 33308

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



#### H03000009401

#### 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 V	1. Manageme	nt
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This will be a manager-managed comp JORGE A. COLON 4367 North Federal Hwy Ste. 101 Fort Laude		ach manager í	s:	7	
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	<del>*************************************</del>			<del>. 8</del>	
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Article VII. Company Existence		. , ,	<b>3</b> 5	w	-

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.

By

Ine Manager

Date: January 10, 2003

Corporate Creations International Inc.

941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686

## CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

#### CORPORATION:

Asset & Wealth Protection, LLC

#### REGISTERED AGENT/OFFICE:

Jorge A. Colon 4367 North Federal Hwy Ste. 101 Fort Lauderdale FL 33308

I agree to act as registered agent to accept service of process for the company 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.

NORGE K COLON

Date: Yanuary 10, 2005

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