

M 33082

Florida Department of State
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TALLAHASSEE, FLORIDA

BASIC AMENDMENT
METHOD PRODUCTS CORP.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

Amended & Restated Articles

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
METHOD PRODUCTS CORP.**

The undersigned, does hereby adopt the following Amended and Restated Articles of Incorporation.

**ARTICLE ONE
NAME**

The name of the Corporation is: Method Products Corp.

**ARTICLE TWO
PRINCIPLE OFFICE**

The principal office and mailing address of the Corporation is:

Method Products Corp.
1301 West Copans Road, Suite F-1
Pompano Beach, Florida 33064

**ARTICLE THREE
REGISTERED AGENT AND REGISTERED OFFICE**

The name and post office address of the Corporation's registered agent is:

Mark Antonucci
Method Products Corp.
1301 West Copans Road, Suite F-1
Pompano Beach Florida 33064

**ARTICLE FOUR
INCORPORATOR**

The name and post office address of the initial incorporator was:

George J, Helmke
10001 Kendale Blvd.
Miami, Florida 33176

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**ARTICLE FIVE
STOCK**

The total number of shares of all classes of capital stock of the Corporation which the Corporation shall be authorized to issue and have outstanding at any one time shall be 51,000,000 which are to be divided into two classes as follows:

50,000,000 shares of common stock, par value \$.0001 per share; and

1,000,000 shares of preferred stock, par value \$.0001 per share.

The preferred stock may be created and issued from time to time in one or more series and with such designations, rights, preferences, privileges, qualifications, limitations and restrictions as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such preferred stock as may be adopted from time to time in the sole discretion by the Corporation's Board of directors pursuant to the authority in this paragraph given.

**ARTICLE SIX
AFFILIATED TRANSACTIONS**

The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE SEVEN
CONTROL SHARE ACQUISITIONS**


The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

**ARTICLE EIGHT
INDEMNIFICATION**

The Corporation shall indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

THE UNDERSIGNED, named as the registered agent in Article Three of these Amended and Restated Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.

REGISTERED AGENT:



Mark Antonucci

The foregoing was adopted by the written consent of all of the directors of the Corporation as of June 30, 1999 and the majority of the shareholders of the Corporation as of June 30, 1999, pursuant to Sections 607.0821, 607.0704, 607.1003 and 607.1007 Florida Statutes. The number of votes cast for the amendments by the shareholders was sufficient for approval.

Dated as of July 13, 1999



Mark I. Weitsman, President

STATE OF FLORIDA)
)SS:
COUNTY OF BROWARD)

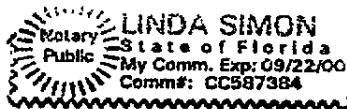
The foregoing instrument was acknowledged before me this 13 day of July 1999 by Mark I. Weitsman, President of ~~Methel~~ Products Corp., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification and did/did not take an oath.

Notary Public:

sign

print

Linda Simon
State of Florida at Large (Seal)
My Commission Expires: 9/22/00



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