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**BASIC AMENDMENT**

**ELORE ENTERPRISES INC.,**

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

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
ELORE ENTERPRISES INC.**

Original Articles of Incorporation  
filed with the Florida Secretary of State  
on September 4, 1986

**ARTICLE I - NAME**

The name of the corporation is ELORE ENTERPRISES INC. (the  
"Corporation").

**ARTICLE II - NATURE OF BUSINESS**

The Corporation may engage in any activity or business permitted under the laws  
of the United States and of this State.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that the Corporation is authorized to  
have outstanding at any one time is Five Thousand (5,000) shares of common stock  
having a nominal or par value of \$1.00 per share.

**ARTICLE IV - TERM OF EXISTENCE**

The Corporation is to exist perpetually.

**ARTICLE V - ADDRESS**

The post office address of the principal office of the Corporation in the State of  
Florida is 3813 S.W. 82<sup>nd</sup> Avenue, Apt. 30, Miami, Florida 33155.

The Board of Directors may from time to time move the principal office to any  
other address.

**ARTICLE VI - DIRECTORS**

The Corporate shall have five (5) directors. The number of directors may be  
increased or diminished from time to time by resolution of a special meeting of the  
stockholders.

The Corporation shall indemnify its officers and directors to the fullest extent not  
prohibited by law in existence either now or hereafter.

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**ARTICLE VII - AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders and approved at the stockholders' meeting by a majority of the stock entitled to vote on a special meeting, unless all directors and all stockholders sign a written statement manifesting their intention that certain amendment of these Articles of Incorporation be made.

**IN WITNESS WHEREOF**, the undersigned, has signed these Amended and Restated Articles of Incorporation this January 27, 2005.

**ELORE ENTERPRISES INC.**

By: Juan A. Elejabarrieta  
Name: Juan A. Elejabarrieta  
Title: President

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**CERTIFICATE  
REGARDING  
AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
ELORE ENTERPRISES INC.**

ELORE ENTERPRISES INC., a Florida corporation (the "Corporation"), hereby certifies, pursuant to and in accordance with Section 607.1007 of the Florida Business Corporation Act (the "Act") for the purpose of filing its Amended and Restated Articles of Incorporation with the Department of State of the State of Florida, that:

1. The Corporation's Amended and Restated Articles of Incorporation attached hereto (the "Amended and Restated Articles") contain certain amendments to the Corporation's Articles of Incorporation.
2. The Amended and Restated Articles contain certain amendments to the Corporation's Articles of Incorporation, which were adopted and approved on January 27, 2005, by the Corporation's Board of Directors pursuant to a unanimous written consent, and by the Corporation's shareholders pursuant to a unanimous written consent, each effective as of January 27, 2005.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of January 27, 2005.

**ELORE ENTERPRISES INC.**

By: Juan A. Elejabarrieta  
Name: Juan A. Elejabarrieta  
Title: President

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