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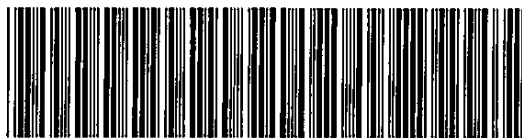
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*Amended &
Restated
Articles*

10/16/06--01018--015 **35.00

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2006 OCT 16 AM 9:10

RR
10/17/06

LAW OFFICES of
MARSHALL G. REISSMAN
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5150 Central Avenue
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October 10, 2006

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

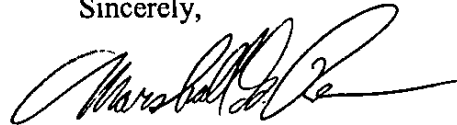
RE: Restated and Amended Articles of Incorporation

Dear Sir or Madam:

Enclosed herewith is a check for \$35.00 to file the enclosed Restated and Amended Articles of Incorporation for Terra Nova Club, Inc. Please return a conformed copy in the enclosed stamped envelope.

Thank you for your consideration in this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Marshall G. Reissman", written in a cursive style.

Marshall G. Reissman

MGR/scg
enclosures

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DIVISION OF CORPORATIONS
2006 OCT 16 AM 9:10

**RESTATED AND AMENDED
ARTICLES OF INCORPORATION
OF
TERRA NOVA CLUB, INC.**

Pursuant to the provisions of Section 617.1007, Florida Statutes, undersigned corporation, TERRA NOVA CLUB, INC., pursuant to a resolution duly adopted by its Board of Directors pursuant to Section 617.1002, Florida Statutes, hereby adopts the following Restated and Amended Articles of Incorporation:

ARTICLE I. CORPORATE NAME

The name of the corporation is:

TERRA NOVA CLUB, INC.

ARTICLE II. BUSINESS LOCATION

The principal place of business of this corporation is 5501 28th Street North, No. 10, St. Petersburg, FL 33714, and the mailing address of this corporation is 3458 Morris Street North, St. Petersburg, Florida 33714.

AMENDED ARTICLE III. CORPORATE PURPOSE

The purposes for which TERRA NOVA CLUB, INC. is organized are exclusively charitable, scientific, literary and educational within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

AMENDED ARTICLE IV. MANNER OF ELECTION OF DIRECTORS

The Directors shall be elected or appointed as provided in the bylaws of the Corporation.

AMENDED ARTICLE V. LIMITATION OF CORPORATE POWERS

Notwithstanding any other provisions of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law.

AMENDED ARTICLE VI. REGISTERED AGENT AND ADDRESS

The name and address of the Registered Agent is JANET L. BERMAN, 1804 54th Street North, St. Petersburg, Florida 33710.

AMENDED ARTICLE VII. NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator is DANIEL A. BEAUCHESNE, 2634 40th Avenue North, St. Petersburg, Florida 33714.

AMENDED ARTICLE VIII. DISSOLUTION OF CORPORATION

Upon the dissolution of organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

* * * * *

The foregoing Restated Articles of Incorporation restate and integrate the provisions of the Corporation's Articles of Incorporation and also contain certain amendments, specifically designated as "Amended," which were adopted pursuant to

Section 617.1002, Florida Statutes. There is no discrepancy between the Corporation's Articles of Incorporation and the provisions of the Restated and Amended Articles of Incorporation other than the inclusion of amendments designated above, and the omission of matters of historical interest.

The date of adoption of the Amendments to the Articles of Incorporation was:
March 26, 2006.

There are no members entitled to vote on the Amendments. The Amendments were adopted by the Board of Directors.

Signed: Janet T. Berman
Title: President

STATE OF FLORIDA

COUNTY OF PINELLAS

I hereby certify that on this 28th day of March, 2006, before me, an officer duly authorized in the aforesaid state and in the aforesaid county to take acknowledgements, personally appeared JANET BERMAN, PRESIDENT, who has produced _____, as identification or who is personally known to me to be the person described in and who executed the foregoing instrument and acknowledged before me that he/she executed the same freely and voluntarily.

Marshall G. Reissman

Notary Public



MARSHALL G. REISSMAN
MY COMMISSION # DD 432031
EXPIRES: May 22, 2009
Bonded Thru Budget Notary Services