

Division of Corporations

Page 1 of 2

P00000028913

Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

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To: Division of Corporations
Fax Number : (850) 205-0380

From: Account Name : KATZ, BARRON, SQUITERO & FAUST, P.A.
Account Number : 072627002473
Phone : (305) 856-2444
Fax Number : (305) 285-9227

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01 APR 18 AM 11:15

DIVISION OF CORPORATIONS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT
QUANTITIES INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

*Registered
Notices*

(Signature)

RECEIVED: 04/17/01 12:31 PM KATZ BARRON Page 1
850)487-8013 04/17/01 12:31 Fl Dept of State p1 /2



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 17, 2001

QUANTITIES INC.
4242 S.W. 107TH AVENUE
DAVIE, FL 33328

SUBJECT: QUANTITIES INC.
REF: P00000028913

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

IF YOU WISH, YOU MAY RETITLE THE DOCUMENT "AMENDED ARTICLES OF INCORPORATION" AND REMOVE THE WORD "RESTATED" THROUGHOUT. THEN THE AMENDED ARTICLES MAY BE APPROVED AND SIGNED BY THE INCORPORATOR,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson

FAX Aud. #: H01000038318

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

Received: 4/16/01 3:04PM; Katz Barron; Page 1
850)487-6013 04/16/01 15:10 Fl Dept of State p1 /1



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 16, 2001

QUANTITIES INC.
4242 S.W. 107TH AVENUE
DAVIE, FL 33328

SUBJECT: QUANTITIES INC.
REF: P00000028913

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You failed to make the correction(s) requested in our previous letter.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

PLEASE TAKE "INITIAL" OUT OF THE WORDING OF ARTICLES VII AND THE WORDING OF ARTICLE VIII.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: E01000038318
Letter Number: 801A00022483

04/16/01 10:10AM: Katz Barron: PAIS
01487-6013 04/16/01 10:14 Fl Dept of State p1 /1



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 13, 2001

QUANTITIES INC.
4242 S.W. 107TH AVENUE
DAVIE, FL 33328

SUBJECT: QUANTITIES INC.
REF: P00000028913

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H01000038318
Letter Number: 201A00022072

Fax Audit No. H01000038318 1

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01 APR 18 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**RESTATED
ARTICLES OF INCORPORATION**

OF

QUANTITIES INC.

Pursuant to the provisions of Section 607.1007, Florida Statutes, this Florida profit corporation adopts the following Restated Articles of Incorporation. The Restated Articles supercede the Articles of Incorporation and all amendments thereto, prior to the date hereof.

ARTICLE I

NAME

The name of the corporation is QUANTITIES INC. The mailing address of the corporation shall be 4242 S.W. 107th Way, Davie, Florida 33328.

ARTICLE II

DURATION

This corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Secretary of State.

ARTICLE III

PURPOSE

The corporation shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended and supplemented.

Fax Audit No. H01000038318 1
This instrument prepared by:
Richard B. Ivans, Esq.
Florida Bar No. 137540
Katz, Barron, Squitiero & Faust, P.A.
2699 S. Bayshore Drive
7th Floor
Miami, FL 33133
(305) 856-2444

Fax Audit No. H01000038318 1

ARTICLE IV

POWERS

The corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue Twenty Five Million (25,000,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI

INCORPORATOR

The names and addresses of the persons signing these Articles as Incorporator are:

Frederick Thompson:
4242 S.W. 107th Way
Davie, Florida 33328.

ARTICLE VII

REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is 2699 S. Bayshore Drive 7th Floor, Miami, FL 33133, and the name of the registered agent of this corporation at that address is Corpco, Inc.

ARTICLE VIII

DIRECTORS

This corporation shall have five (5) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The

Fax Audit No. H01000038318 1

directors of this corporation shall be:

Frederick Thompson

Clayton Randall

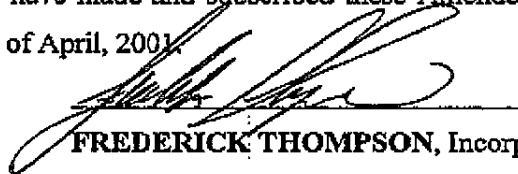
Clifford Henry

John W. Nester

Charles J. Oswald

None of the foregoing amendments provides for an exchange, reclassification or cancellation of issued shares. The Amendments were adopted by the incorporators, prior to the issuance of shares, and shareholder action was not required. The date that each amendment was adopted is April 1, 2001.

IN WITNESS WHEREOF, I have made and subscribed these Amended and Restated Articles of Incorporation this 11th day of April, 2001.



FREDERICK THOMPSON, Incorporator / Director

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above corporation at the place designated in the Articles of Incorporation, I hereby accept this appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and do hereby further state that we may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article VIII of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be signed on this 11 day of April, 2001.

CORPCO, INC.



By: ANA C. HARRIS, Vice President

Fax Audit No. H01000038318 1

CERTIFICATE SUBMITTED WITH
RESTATED ARTICLES OF INCORPORATION OF
QUANTITIES INC.

1. The Restated Articles contain amendments to the articles of incorporation, but no shareholder action was required.
2. The Restated Articles of Incorporation were adopted by the directors, prior to the issuance of shares, in accordance with Section 607.1007, Florida Statutes.
3. The Restated Articles supercede the original Articles of Incorporation in their entirety.

IN WITNESS WHEREOF, the undersigned director has executed this Certificate to the Restated Articles.



Frederick Thompson, Incorporator and
Chair of the Board of Directors

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Fax Audit No. H01000038318 1