

Division of Corporations

P01000002514

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(((H04000070192 3)))

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Fax Number : (850)205-0380
From: *Angelica M. Chiru*
Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.
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BASIC AMENDMENT

BISCAYNE PREMIER INVESTMENTS, INC.

Certificate of Status	0
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*415104
Amend + Restate
Act.*

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FLORIDA DEPARTMENT OF STATE
Glenda H. Hood
Secretary of State

April 2, 2004

BISCAYNE PREMIER INVESTMENTS, INC.
2200 SOUTH DIXIE HIGHWAY
MIAMI, FL 33133

SUBJECT: BISCAYNE PREMIER INVESTMENTS, INC.
REF: P01000002514

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FAX Aud. #: H04000070192
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FAX AUDIT No. H04000070192

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
BISCAYNE PREMIER INVESTMENTS, INC.,
a Florida corporation**

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the Articles of Incorporation of Biscayne Premier Investments, Inc. (the "Corporation"), originally filed with the Secretary of State of Florida on January 8, 2001, are hereby amended and restated in their entirety as follows:

ARTICLE I

NAME

The name of the Corporation is BISCAYNE PREMIER INVESTMENTS, INC. (the "Company").

ARTICLE II

ADDRESS

The principal office and mailing address of the Corporation is:

1401 SW 22nd Street
Miami, Florida 33145

ARTICLE III

REGISTERED AGENT AND OFFICE

The Corporation designates One S.E. 3rd Avenue, 28th Floor, Miami, FL 33131 as the street address of the initial registered office of the Corporation and names American Information Services, Inc. as the Corporation's registered agent at that address to accept service of process within this state.

ARTICLE IV

CAPITAL STOCK

The number of shares of common stock that the Corporation is authorized to issue is One Hundred (100) at a \$0.01 par value each share. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

(M2031721:1)

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ARTICLE V

DIRECTORS AND OFFICERS

The names and post office address of the directors and officers of the Corporation are as follows:

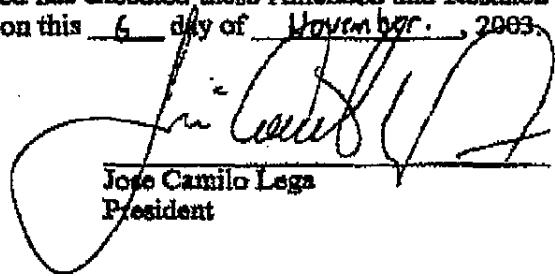
Jose Camilo Lega - Director, President and Secretary

Enrique Alvarado - Director, Vice President and Treasurer

Both of 1401 SW 22nd Street, Miami, Florida 33145.

These Amended and Restated Articles of Incorporation were adopted and approved by all of the directors and all of the shareholders of the Corporation with the number of votes cast for the amendments by the shareholders being sufficient for approval of such amendments on November 6, 2003.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation on behalf of the Corporation this 6 day of November, 2003.


Jose Camilo Lega
President

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for BISCAYNE PREMIER INVESTMENTS, INC. to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of Chapter 607, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position.

AMERICAN INFORMATION SERVICES, INC.

By 
Angelica M. Chiru, Assistant Secretary