



UCC FILING & SEARCH SERVICES, INC.
526 East Park Avenue
Tallahassee, Florida 32301
(904) 681-6528

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May 2, 2002

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Symmetrex, Inc.

Amended & Restated

Filing Evidence

- ☐ Plain/Confirmation Copy
☒ Certified Copy

Retrieval Request

- ☐ Photocopy
☐ Certified Copy

Type of Document

- ☐ Certificate of Status
☐ Certificate of Good Standing
☐ Articles Only
☐ All Charter Documents to Include Articles & Amendments
☐ Fictitious Name Certificate
☐ Other

FILED
02 MAY - 2 PM 3:26
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

RECEIVED
02 MAY - 2 AM 10:04
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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87.50 **43.75

5/2/02

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SYMMETREX, INC.**

FILED
02 MAY -2 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Symmetrex, Inc. (the "Corporation"), a corporation organized and existing under the Business Corporation Act (the "Act") of the State of Florida, does hereby certify:

- I. The name of the Corporation is Symmetrex, Inc.
- II. The Corporation, pursuant to the provisions of Section 607.1007 of the Act, hereby adopts these Amended and Restated Articles of Incorporation (the "Restated Articles"), which accurately restate and integrate the original Articles of Incorporation of the Corporation filed on February 13, 2001, and all amendments thereto.
- III. The Restated Articles contain amendments requiring shareholder approval. The Restated Articles, and all amendments contained herein, were duly approved and adopted, on April 27, 2002, pursuant to the provisions of Sections 607.0704 and 607.1003 of the Act, by the written consent of the directors and sole shareholder of the Corporation. The vote cast for each amendment was sufficient for approval of such amendment.
- IV. The original Articles of Incorporation and all amendments and supplements thereto are hereby superseded by the Restated Articles, which are as follows:

**ARTICLE I
NAME**

The name of the Corporation is Symmetrex, Inc.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The Corporation's principal office and the mailing address of the Corporation are:

850 Trafalgar Court
Suite 100
Maitland, Florida 32751

**ARTICLE III
PURPOSE**

The nature of the business and the purpose for which the Corporation is formed are to engage in any lawful acts or activities for which a corporation may be organized under the Act.

ARTICLE IV
DURATION

The corporation shall have perpetual existence.

ARTICLE V
CAPITAL STOCK

The total number of shares of all classes of capital stock which the Corporation shall have the authority to issue is 50,000,000 shares of common stock, \$.001 par value per share (the "Common Stock"). Each holder of record of shares of Common Stock shall be entitled to vote at all meetings of the shareholders and shall have one vote for each share held by him of record. In any election of directors, no holder of Common Stock shall be entitled to cumulate his votes by giving one candidate more than one vote per share. Notwithstanding anything to the contrary contained herein and except as specifically provided in the Act, the holders of shares of Common Stock shall not be entitled to vote as a class.

ARTICLE VI
BOARD OF DIRECTORS

The Corporation shall have such number of directors as set forth in the Bylaws of the Corporation.

ARTICLE VII
INDEMNIFICATION

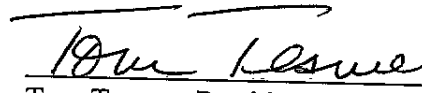
The Corporation shall, to the full extent permitted by Florida law, indemnify any person who is or was a director or officer of the Corporation or was serving at the request of the Corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise. The Corporation may, to the full extent permitted by Florida law, indemnify any person who is or was an employee or agent of the Corporation or was serving at the request of the Corporation as an employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE VIII
REGISTERED AGENT AND OFFICE

The name of the registered agent of the Corporation and the street address of the registered office of the Corporation are as follows:

Linda Collins
850 Trafalgar Court
Suite 100
Maitland, Florida 32751

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation on this 27th day of April, 2002.


Tom Tesmer, President