



UCC FILING & SEARCH SERVICES, INC.

526 East Park Avenue  
Tallahassee, Florida 32301

HOLD

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UCC SERVICES

OFFICE USE ONLY

December 18, 2001

DEPT. OF STATE

TALLAHASSEE, FLORIDA

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

Dicon International, Inc.

*Amended &*

Filing Evidence

☐ Plain/Confirmation Copy

☒ 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

Retrieval Request

☐ Photocopy

☐ Certified Copy

RECEIVED  
01 DEC 18 AM 10:10  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
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                             |

| 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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*ADR*

*12/18/01*

**ARTICLES OF AMENDMENT AND RESTATEMENT  
OF  
DICON INTERNATIONAL, INC.**

FILED  
01 DEC 18 PM 12:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1006 and 607.1007 of the Florida Business Corporation, the undersigned corporation amends and restates its Articles of Incorporation:

1. The name of the Corporation is DICON INTERNATIONAL, INC. (the "Company").
2. The First Amended and Restated Articles of Incorporation shall read as follows:

**Article I - Name and Address**

The name, address and principal place of business of this corporation is:

DICON INTERNATIONAL, INC.  
18459 Pines Boulevard  
Pembroke Pines, Florida 33028

**Article II - Purpose**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be organized under the laws of the United States and the Florida Business Corporation Act and to engage in any business or transaction deemed necessary, convenient or incidental to carrying out any of such business within or without the United States.

**Article III - Capital Stock**

This corporation is authorized to issue 50,000 shares of common stock, par value \$1.00 (the "Common Stock"). The Board of Directors may authorize the issuance of the Common Stock to such persons upon such terms and for such consideration in cash, property or services as the Board of Directors may determine and as may be allowed by law. The Board of Directors shall fix the valuation of such property or services. All of the Common Stock, when issued, shall be fully paid and exempt from assessment.

**Article IV - Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is:

9900 Stirling Road, Suite 218  
Hollywood, Florida 33024

and the name of the initial registered agent of this corporation at such address is JOSE G. TOVAR.

**Article V - Incorporator**

The name and address of the incorporator of this corporation are:

Jose G. Tovar  
Tovar & Company, P.A.  
9900 Stirling Road, Suite 218  
Hollywood, Florida 33024

**Article VI - Indemnification**

**Section 1 - Right to Indemnification**

The corporation hereby indemnifies each person (including the heirs, executors, administrators, or estate of such person) who is or was a director, officer, employee or agent of the corporation to the fullest extent permitted or authorized by current or future legislation or by current or future judicial or administrative decision (but, in the case of any future legislation or decision, only to the extent that it permits the corporation to provide broader indemnification rights than permitted prior to the legislation or decision), against all fines, liabilities, costs and expenses, including attorneys' fees, asserted against him or incurred by him in his capacity as a director, officer, agent, employee, or representative, or arising out of his status as a director, officer, agent, employee or representative. The foregoing right of indemnification shall not be exclusive of other rights to which those seeking an indemnification may be entitled. The corporation may maintain insurance, at its expense, to protect itself and all officers, directors, employees and agents against fines, liabilities, costs and expenses, whether or not the corporation would have the legal power to indemnify them directly against such liability.

**Section 2 - Advances**

Costs, charges and expenses (including attorneys' fees) incurred by a person referred to in Section 1 of this Article in defending a civil or criminal suit, action or proceeding shall be paid by the corporation in advance of the final disposition thereof upon receipt of an undertaking to repay all amounts advanced if it is ultimately determined that the person is not entitled to be indemnified by the corporation as authorized by this Article, and upon satisfaction of other conditions required by current or future legislation (but, with respect to future legislation, only to the extent that it provides conditions less burdensome than those previously provided).

**Section 3 - Savings Clause**

If this Article or any portion of it is invalidated on any ground by a court of competent jurisdiction, the corporation nevertheless indemnifies each person described in Section 1 of this Article to the fullest extent permitted by all portions of this Article that has not been invalidated and to the fullest extent permitted by law.

**CERTIFICATE**

The undersigned hereby certifies that:

1. The foregoing restatement contains amendments to the articles of incorporation requiring shareholder approval.
2. The Articles of Incorporation of the Company have been amended in their entirety, as set forth above.
3. This foregoing amendment was approved on December 31st, 2001 by the undersigned sole holder of all of the Company's issued and outstanding shares of Common Stock, which is the only class of the Company's stock entitled to vote on the Amendment, and the number of votes in favor of the Amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment and Restatement this 31st day of December, 2001.



Salvina Pluchino  
President, Sole Director and Sole Shareholder