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COR AMND/RESTATE/CORRECT OR O/D RESIGN**STARR MAX INC.**

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Amend & Rest

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AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective October 9, 2006 by the Corporation's Board of Directors and shareholders pursuant to section 607.1007, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Incorporation was approved by the shareholders by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation, as amended.

Article I. Name. If no old name is listed below, the name of this Florida corporation has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Starr Max Inc.

Old Name:

Article II. Address. The Corporation's mailing address is:

Starr Max Inc.

4045 Pinella Circle

#641

Palm Beach Gardens FL 33410

Article III. Registered Agent. The Corporation's registered agent is:

Jusuf F. (Joseph) Camili

4045 Pinella Circle

#641

Palm Beach Gardens FL 33410

Article IV. Officers. The names and addresses of the Corporation's officers are:

President	Jusuf F. (Joseph) Camili	22040 Palms Way#204 Boca Raton FL 33433
Secretary	Jusuf F. (Joseph) Camili	22040 Palms Way#204 Boca Raton FL 33433
Treasurer	Jusuf F. (Joseph) Camili	22040 Palms Way#204 Boca Raton FL 33433

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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Article V. Board of Directors. The Corporation's affairs shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Corporation's Bylaws. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

The name of each member of the Corporation's Board of Directors is:

Jusuf F. (Joseph) Camili 22040 Palms Way #204 Boca Raton FL 33433

Article VI. Capital Stock. The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VII. Corporate Existence. The corporate existence of the Corporation will begin effective upon the filing date of the original Articles of Incorporation.

The undersigned executed these Amended and Restated Articles of Incorporation on the date shown below.

Starr Max Inc.

By: 

Name: Jusuf F. (Joseph) Camili

Title: President

Date: October 5, 2006

Corporate Creations International Inc.
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Starr Max Inc.

REGISTERED AGENT/OFFICE:

Jusuf F. (Joseph) Camili
4045 Pinella Circle
#641
Palm Beach Gardens FL 33410

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



JUSUF F. (JOSEPH) CAMILI

Date: 10/5/2006

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