

FEB-07-2005

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ADORNO & YOSS, P.A.

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BASIC AMENDMENT

VERTEX INTERNATIONAL TRADING GROUP, INC.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF RESTATMENT  
OF THE  
ARTICLES OF INCORPORATION  
OF  
VERTEX INTERNATIONAL TRADING GROUP, INC.**

Pursuant to Section 607.1007 of the Florida Business Corporation Act, the undersigned, being the President of VERTEX INTERNATIONAL TRADING GROUP, INC., a Florida corporation (the "Corporation") bearing document number P01000057559 certifies:

**FIRST:** That pursuant to unanimous written consent of the Board of Directors of the Corporation dated November 4, 2004, the Board of Directors approved the following Articles of Restatement of the Corporation's Articles of Incorporation as follows:

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation shall be: VERTEX INTERNATIONAL TRADING GROUP, INC.

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 3650 Coral Ridge Drive, Suite 103, Coral Springs, Florida 33065.

**ARTICLE III  
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV  
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be (i) Fifty Million (50,000,000) shares of common stock,

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par value \$0.0001 per share; and (ii) Five Million (5,000,000) shares of preferred stock, par value \$0.0001 per share. Classes and series of the preferred stock may be created and issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional or other rights, including voting rights, qualifications, limitations or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such classes of preferred stock as adopted by the Board of Directors.

#### **ARTICLE V TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE VI REGISTERED AGENT AND REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be Barry A. Diamond, 9728 W. Sample Road, Coral Springs, Florida 33065.

#### **ARTICLE VII INDEMNIFICATION**

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

#### **ARTICLE VIII AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**SECOND: SECOND:** Pursuant to Sections 607.0821 and 607.0704 of the Florida Business Corporation Act, the foregoing restatement was adopted by the Board of Directors and all of the holders of the voting capital stock of the Corporation on November 4, 2004. Therefore, the number of votes cast for the restatement of the Corporation's Articles of Incorporation was sufficient for approval.

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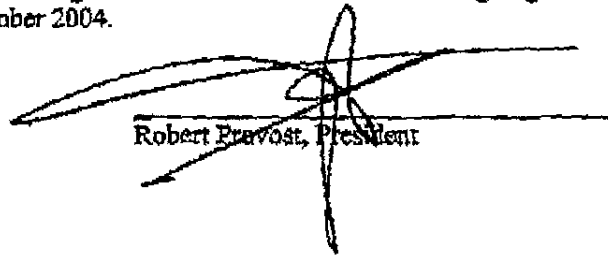
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**THIRD:** The Articles of Restatement to the Articles of Incorporation shall be effective as of the date of filing with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned President has executed the foregoing Articles of Restatement on this 4th day of November 2004.



Robert Prevost, President

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