

PO1000078577

11/10/03 10:08 AM

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000313792 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 205-0380

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

RECEIVED

03 NOV 12 AM 10:22

DIVISION OF CORPORATIONS

BASIC AMENDMENT

CENTURION GOLD HOLDINGS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 NOV 12 PM 3:38

FILED

Electronic Filing Menu

Corporate Filing

Public Access Help

T BROWN NOV 12 2003



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 10, 2003

CENTURION GOLD HOLDINGS, INC.
3360 NW 53 CIRCLE
BOCA RATON, FL 33496

SUBJECT: CENTURION GOLD HOLDINGS, INC.
REF: F01000078577

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown
Document Specialist

FAX Aud. #: H03000313792
Letter Number: 503A00061220

AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective November 10, 2003 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: Centurion Gold Holdings, Inc.

Old Name:

Article II. Address

The mailing address of the Corporation is:

Centurion Gold Holdings, Inc.

3360 NW 53 CIRCLE

BOCA RATON FL 33496

Article III. Board of Directors

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

Arthur Johnson

Faan Vercull

The affairs of the Corporation 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 Bylaws of the Corporation. 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.

Corporate Creations International Inc.

941 Fourth Street

Miami Beach FL 33139

(305) 672-0686

FILED
03 NOV 12 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article IV. Capital Stock

The Corporation shall have the authority to issue 100,000,000 shares of common stock, par value \$.0001 per share. In addition, the Corporation shall have the authority to issue 20,000,000 shares of preferred stock, par value \$.0001 per share, which may be divided into series and with the preferences, limitations and relative rights determined by the Board of Directors.

Article V. Registered Agent

The name and address of the registered agent of the Corporation is:
Corporate Creations Network Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410

Article VI. 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.

Centurion Gold Holdings, Inc.

By: 
by E.S. Davila as attorney-in-fact

Name: Taide Baez

Title: Vice President

Date: November 10, 2003

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

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Centurion Gold Holdings, Inc.

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc.
11380 Prosperity Farms Road #221E
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.



CORPORATE CREATIONS NETWORK INC.

Taide Bacz, Vice President
by E.S. Davila as attorney-in-fact

Date: November 10, 2003

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