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*ASR
1/28/10*

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

COTTON ASSOCIATES, INC.

Signature _____

Requested by: SETH

01/28/10 11:00

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
COTTON ASSOCIATES, INC.

FILED
2010 JAN 28 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned as sole shareholder and director adopts and files the following Restated and Amended Articles of Incorporation for the purpose of re-organizing a business corporation.

ARTICLE I

The name of the Corporation is: Cotton Associates, Inc..

ARTICLE II

The street address of the principal office of the Corporation is: 2810 Center Port Circle, Pompano Beach, FL 33064.

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 700, par value \$1.00 per share, 500 of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. 200 of the shares shall be Preferred Shares. All Preferred Shares shall be identical with each other in every respect and the holders of Preferred Shares shall be entitled to three votes for each share on all matters on which shareholders have the right to vote. All preferred shares shall have a preferred distribution as set forth in an Agreement Among Shareholders which is attached to and incorporated by reference into the By-laws of the corporation.

ARTICLE IV

The street address of the Corporation's registered office is: 1625 SE 17th Street, Fort Lauderdale, Florida, 33316. The registered agent for the Corporation at that address is: Dan Smith.

ARTICLE V

The name and street address of the person signing these restated and amended articles of incorporation is:

Name	Address
Wayne W. Cotton	2810 Center Port Circle Pompano Beach, FL 33064

ARTICLE VI

The corporation is organized for the purpose of and is authorized to conduct any lawful business.

ARTICLE VII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

The undersigned incorporator has executed these articles of incorporation.

Wayne W. Cotton
Wayne W. Cotton
Sole shareholder and Sole Director

1-27-2010
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Cotton Associates, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.

Dan Smith
Dan Smith
Registered Agent

1-27-10
Date