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Florida Department of State  
Division of Corporations  
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## To:

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

## From:

Account Name : CORPORATION SERVICE COMPANY  
Account Number : I20000000195  
Phone : (850)521-1000  
Fax Number : (850)558-1575

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## COR AMND/RESTATE/CORRECT OR O/D RESIGN

WORLD COMPLIANCE, INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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| Page Count            | 04      |
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
WORLD COMPLIANCE, INC.**

Pursuant to Sections 607.1006 and 607.1007 of the Florida Business Corporation Act, the Articles of Incorporation of **WORLD COMPLIANCE, INC.** originally filed with the Secretary of State of the State of Florida on January 25, 2002, are hereby amended and restated in their entirety as follows:

Pursuant to Section 607.1006 and Section 607.1007 of the Florida Business Corporation Act, the following amendment and restatement to the Articles of Incorporation of the Corporation was duly authorized and adopted by written consent of the Board of Directors and the Shareholders of the Corporation in accordance with Sections 607.0704 and 607.0821 of the Florida Business Corporation Act on May 29, 2007.

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation shall be:

**WORLD COMPLIANCE, INC.**

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 123 S.E. 3<sup>rd</sup> Avenue, #495, Miami, Florida 33131.

**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 aggregate number of shares of all classes of capital stock that the Corporation is authorized to issue is One Thousand (1,000) shares of common stock, par value \$0.001 per share.

**ARTICLE V  
TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

DM

**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 Bradley Cross, 3111 Stirling Road, Fort Lauderdale, Florida 33312.

**ARTICLE VII  
INDEMNIFICATION**

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

Pursuant to Section 607.1006 and Section 607.1007 of the Florida Business Corporation Act, the foregoing amendment and restatement to the Articles of Incorporation of the Corporation was duly authorized and adopted by written consent of the Board of Directors and the Shareholders of the Corporation in accordance with Sections 607.0704 and 607.0821 of the Florida Business Corporation Act on May 29, 2007.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing  
Articles of Incorporation on May 29, 2007.

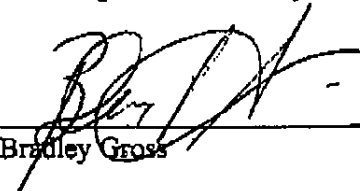
  
Dirk Mohrmann, President

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND OFFICE FOR SERVICE OF PROCESS**

**WORLD COMPLIANCE, INC.**, a corporation existing under the laws of the State of Florida with its principal office and mailing address at 123 S.E. 3rd Avenue, #495, Miami, Florida 33131 has named Bradley Gross, 3111 Stirling Road, Fort Lauderdale, Florida 33312 as its agent to accept service of process within the State of Florida.

**ACCEPTANCE:**

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

  
\_\_\_\_\_  
Bradley Gross