

P02000014213

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.

((H02000186450 1)))

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 : RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL
Account Number : 076077000521
Phone : (954) 527-2428
Fax Number : (954) 764-4996

02 AUG 26 PM 3:49

FILED

BASIC AMENDMENT

REAL ADVANTAGE HOLDINGS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

This corp., That's A Real Advantage, Inc. FA# H02000186460 and That's A Real Advantage, LLC FA# H02000186462 are all related entities - owned by the same persons.

Thank you.

Handwritten signature: R. J. Best/NC
8/26/2002
8/27 (3)

RECEIVED

02 AUG 26 PM 3:42

DIVISION OF CORPORATIONS

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
REAL ADVANTAGE HOLDINGS, INC.**

FILED
02 AUG 26 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1007 of the Florida Business Corporation Act, Real Holdings, Inc., a Florida corporation (the "Corporation"), certifies that:

1. The original Articles of Incorporation of the Corporation were filed by the Florida Department of State on February 7, 2002, document number P02000014213.
2. The Articles of Incorporation are amended and restated in their entirety to read as follows:

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation is That's A Real Advantage Holdings, Inc. (hereinafter the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is: 2594 Northwest 29th Drive, Boca Raton, Florida 33434.

**ARTICLE III
AUTHORIZED SHARES**

The total authorized capital stock of the Corporation shall consist of 10,000 shares of Common Stock, par value \$0.01 per share. Except as otherwise required by law or as otherwise provided in these Articles of Incorporation each share of Common Stock shall be entitled to one vote per share. Subject to the rights of any outstanding class or series of capital stock ranking senior to Common Stock as to dividends, dividends may be paid upon Common Stock in cash, property or securities as and when declared by the Board of Directors out of funds legally available therefor. As and when dividends are so declared and paid, the holders of Common Stock shall be entitled to participate in such dividends ratably on a per share basis. In the event of any liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, the holders of Common Stock are entitled to share ratably in the net assets, if any, remaining after payment in full of all debts and liabilities of the Corporation and after the holders of any outstanding class or series of capital stock ranking senior to Common Stock shall have been paid in full the amounts to which such holders shall be entitled, or an amount sufficient to pay the aggregate amount to which such holders are entitled shall have been set aside for the benefit of the holders of such senior capital stock.

**ARTICLE IV
ADDRESS OF REGISTERED OFFICE IN THIS STATE**

The street address of the registered office of the Corporation in the State of Florida is 2594 Northwest 29th Drive, Boca Raton, Florida 33434, and the registered agent of the Corporation at that

FTL-927834:1

H02000186450

address shall be Darrell Ganz.

These Amended and Restated Articles of Incorporation were adopted by Written Consent of the Board of Directors of the Corporation dated as of August 26th, 2002. The Corporation currently does not have any shareholders.

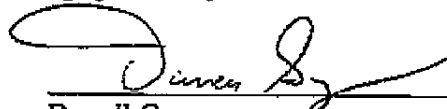
IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation as of the 26th day of August, 2002.

REAL ADVANTAGE HOLDINGS, INC.



Darrell Ganz, President

THE UNDERSIGNED, named as the registered agent in Article IV of these Amended and Restated Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.



Darrell Ganz
Registered Agent