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(Requestor's Name)

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PICK-UP WAIT MAIL

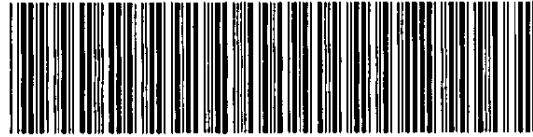
(Business Entity Name)

(Document Number)

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*Amended &
Restated
Name Change*

DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA

RECEIVED
10 JUL 29 AM 9:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2010 JUL 29 PM 3:51

FILED

*Doc
7/29/10*

Sonotek Research

Requester's Name

Address

City/State/Zip

Phone #

656-5454

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Rosa E. Schechter P.A
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- Walk in
- Mail out
- Pick up time
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ROSA E. SCHECHTER, P.A.

FILED

2010 JUL 29 PM 3:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby files these Amended and Restated Articles of Incorporation under Chapters 607 of the Florida Business Corporation Act and 621 of the Professional Service Corporation and Limited Liability Company Act of the laws of the State of Florida.

ARTICLE I

NAME AND PRINCIPAL OFFICE OF CORPORATION

The name of this Corporation shall be:

ECKSTEIN SCHECHTER LAW, P.A.

The initial principal address of the Corporation shall be 550 Biltmore Way, Suite 1110, Coral Gables, FL 33134.

ARTICLE II

PURPOSE

The purpose for which the Corporation is organized shall be to engage in and carry on all branches of the practice of law within the State of Florida, and to do those things that are necessary or proper in connection with that practice, including, but not limited to, the following:

A. To purchase, lease, or otherwise acquire, to own, hold and operate, and to sell, mortgage pledge, lease, employ, or otherwise dispose of, encumber, or invest in such real estate, mortgages, stocks, bonds, and all types of personal property, tangible or intangible, as may be reasonably required in the conduct of its professional business and in connection with any other proper business activity in which the Corporation shall engage.

B. To enter into and make all necessary contracts for the conduct of its professional business with any person, partnership, association, corporation, or other entity, and to perform, carry out, cancel and rescind those contracts.

C. To borrow or raise money reasonably required in the conduct of its professional business and in connection with any proper business activity in which the

Corporation may be engaged; and to execute and deliver any instruments that may be necessary to evidence the borrowing.

D. To form and become a participant in any partnership, limited partnership, or joint venture with any individuals, firms, corporations, or entities, and to become a shareholder in any corporation for profit, and to become a member of any association, nonprofit corporation or other entity.

E. To carry on any other business in connection with and incidental to any of the foregoing businesses, transactions, and dealings; and to do any other act legal under the laws of the State of Florida with all the powers conferred on corporations by the laws of the State of Florida.

F. To restrict the manner in which the persons to whom its capital stock shall be issued or transferred and to enact bylaws to carry these restrictions in effect.

G. To do everything necessary, proper, advisable, or convenient for the accomplishment of the corporate purpose or the attainment of any of the objectives or the furtherance of any of the powers set forth in the Articles of Incorporation, incidental to, pertaining to, or growing out of its professional business or otherwise, and at all times to comply with the provisions of the Florida Professional Corporation Act currently enacted and as may be hereafter amended or suspended by any other statute.

ARTICLE III

DURATION

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE IV

INCORPORATOR/REGISTERED AGENT

The name and post office address of the sole incorporator and registered agent is:

Rosa Eckstein Schechter
550 Biltmore Way, Suite 1110, Coral Gables, FL 33134

ARTICLE V

DIRECTOR

The initial Board of Directors shall be comprised of one (1) person. The number of directors may be either increased or decreased from time to time, as provided in the Bylaws of the Corporation, but shall never be less than one. The name and address of the initial Director is:

Rosa Eckstein Schechter
550 Biltmore Way, Suite 1110
Coral Gables, FL 33134

ARTICLE VI

SHARE STRUCTURE

7.1 The maximum number of shares that the Corporation is authorized to have outstanding is 1,000 shares. All shares shall be common with a par value of one dollar (\$1.00) per share.

7.2 No share of stock of this Corporation shall be issued or transferred to any person who is not licensed to practice law.

ARTICLE VII

AMENDMENT OF ARTICLES

The Corporation reserves the right at any time, and from time to time, to amend these Articles of Incorporation in the manner now or hereafter permitted by statute.

ARTICLE VIII

INDEMNIFICATION

10.1 The Corporation shall indemnify each of its officers, directors and employees, whether or not then in office and his or her heirs and legal representatives against all expenses, judgments, decrees, fines, penalties, or other amounts paid in satisfaction of, in settlement of, or in connection with the defense of any pending or threatened action, suit or proceeding, civil or criminal, to which he or she is or may be made a party by reason of having been a director, officer or employee of the Corporation. Without limitation, the term "expenses" shall include all counsel fees, expert witness fees, court costs and any other costs of a similar nature.

ARTICLE IX

SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, director, stockholder, agent or employee of this Corporation becomes legally disqualified to render the professional services for which the Corporation is

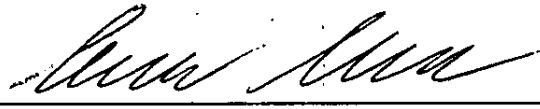
organized, or accepts employment that places restrictions or limitations on his or her continued rendering of such professional services, he or she shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the Corporation on account of professional services. The Corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him or her all amounts owing and lawfully due to him or her by the Corporation, except that such shares shall not be entitled to dividends.

ARTICLE X

INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 23rd day of July, 2010.

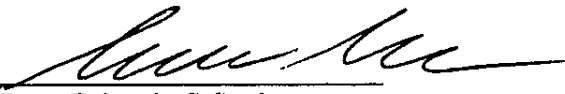


Rosa Eckstein Schechter, Incorporator, and Sole
Shareholder and Director

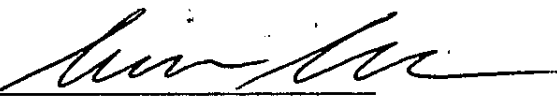
CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE

In compliance with Florida Statutes Sections 48.091 and 607.0501 the following
is submitted:

ECKSTEIN SCHECHTER LAW, P.A. has designated Rosa Eckstein Schechter,
as its Registered Agent. The street address of the initial registered office of this corporation is:
550 Biltmore Way, Suite 1110, Coral Gables, FL 33134.

By: 
Rosa Eckstein Schechter
Incorporator

Having been named Registered Agent for the above stated corporation, at the
designated Registered Office, the undersigned hereby accepts said appointment and agrees to
comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said
office. The undersigned further agrees to comply with the provisions of all statutes relating to
the proper and complete performance of the undersigned's duties, and the undersigned is familiar
with and accepts the obligations of the undersigned's position as registered agent.

By: 
Rosa Eckstein Schechter
Registered Agent