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BASIC AMENDMENT

FLORIDA TEleshop AGENCY INC.

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

September 25, 2003

FLORIDA TELESHOP AGENCY INC.
1320 S. DIXIE HIGHWAY, SUITE 280
CORAL GABLES, FL 33146

SUBJECT: FLORIDA TELESHOP AGENCY INC.
REF: F03000059417

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.

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Teresa Brown
Document Specialist

FAX Aud. #: F03000283752
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AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective September 19, 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: Florida Teleshop Agency Inc.

Old Name:

Article II. Address. The Corporation's mailing address is:

Florida Teleshop Agency Inc.
1320 South Dixie Highway
Suite 280
Coral Gables FL 33146

Article III. Registered Agent. The Corporation's registered agent is:

Raul Sanchez De Varona
1320 South Dixie Highway
Suite 280
Coral Gables FL 33146

Article IV. Officers. The Corporation's officers are:

President	NO OFFICERS
Secretary	
Treasurer	

Raul J. Sanchez De Varona | FL Bar Member 0844731
Raul J. Sanchez De Varona, P.A.
1320 South Dixie Highway
Suite 280
Coral Gables FL 33146
305-667-7733

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Article V. Board of Directors. The Corporation's affairs 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 Corporation's Bylaws. 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.

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

Article VI. Capital Stock. The Corporation shall have the authority to issue 100 shares of common stock, par value \$1.00 per share.

Article VII. 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.

Florida Teleshop Agency Inc.

By: [Signature]
by K. Sarria as attorney-in-fact

Name: Veronica Fernandez

Title: Director

Date: September 19, 2003

Raul J. Sanchez De Varona | FL Bar Member 0844731
Raul J. Sanchez De Varona, P.A.
1320 South Dixie Highway
Suite 280
Coral Gables FL 33146
305-867-7738

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

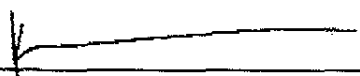
CORPORATION:

Florida Teleshop Agency Inc.

REGISTERED AGENT/OFFICE:

Raul Sanchez De Varona
1320 South Dixie Highway
Suite 280
Coral Gables FL 33146

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.



RAUL SANCHEZ DE VARONA
by K. Sarria as attorney-in-fact

Date: 9/24/2003

Raul J. Sanchez De Varona | FL Bar Member 0844731
Raul J. Sanchez De Varona, P.A.
1320 South Dixie Highway
Suite 280
Coral Gables FL 33146
305-667-7733

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