

PD3000082680

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**IGS CAPITAL MANAGEMENT CORP.**

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
IGS CAPITAL MANAGEMENT CORP.**

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Pursuant to the provisions of Section 607.1007, Florida Statutes, **IGS CAPITAL MANAGEMENT CORP.**, a Florida corporation (the "Corporation"), (Florida Registration Number P03000082680) hereby adopts the following Amended and Restated Articles of Incorporation. These Amended and Restated Articles of Incorporation were duly adopted and approved by the Corporation's sole shareholder. The date of adoption of these Amended and Restated Articles of Incorporation is February 6, 2006.

**ARTICLE I**

**Name**

The name of the Corporation is "IGS CAPITAL MANAGEMENT CORP." (hereinafter called the "Corporation").

**ARTICLE II**

**Purpose**

The Corporation is formed to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act, Chapter 607, Florida Statutes (the "FBCA"), including any amendments thereto.

**ARTICLE III**

**Initial Principal Office**

The street address of the initial principal office of the Corporation is 2400 East Commercial Boulevard, Suite 719, Fort Lauderdale, Florida 33308, and the mailing address of the initial principal office of the Corporation is 2400 East Commercial Boulevard, Suite 719, Fort Lauderdale, Florida 33308.

**ARTICLE IV**

**Capital Stock**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
<u>Authorized</u> 1,000	\$1.00	COMMON VOTING

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**ARTICLE IX**  
**Indemnification**

The Corporation shall indemnify and advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the Bylaws may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board of Directors may from time to time deem appropriate or advisable.

**ARTICLE X**  
**Bylaws**

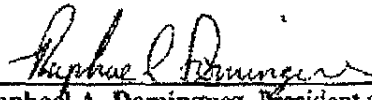
The Board of Directors shall adopt the initial Bylaws of the Corporation for the regulation and management of the affairs of the Corporation. The Corporation's Bylaws may thereafter be amended, altered, or repealed and new Bylaws may be adopted as provided in the Corporation's Bylaws. The Corporation's Bylaws may contain any provisions not inconsistent with law or these Articles of Incorporation.

**ARTICLE XI**  
**Amendment**

These Articles of Incorporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida law.

These Amended and Restated Articles of Incorporation shall be effective as of the date they are filed.

IN WITNESS WHEREOF, the President has executed these Amended and Restated Articles of Incorporation of IGS CAPITAL MANAGEMENT CORP. this 6<sup>th</sup> day of February, 2006.

  
\_\_\_\_\_  
Raphael A. Dominguez, President and Director

