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## To:

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

## From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110BASIC AMENDMENT  
CAREFREE PROPERTIES INC.

Certificate of Status	0
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Amended/Restarted  
10/19/04

## AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective October 18, 2004 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: Carefree Properties Inc.  
Old Name:

Article II. Address. The Corporation's mailing address is:  
Carefree Properties Inc.  
1029 5TH STREET  
Miami Beach FL 33139

Article III. Registered Agent. The Corporation's registered agent is:  
Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410

Article IV. Officers. The names and addresses of the Corporation's officers are:

President	David Joseph Marotta
Secretary	David Joseph Marotta
Treasurer	David Joseph Marotta
Vice President	David Joseph Marotta

Corporate Creations International Inc.  
941 Fourth Street  
Miami Beach FL 33139  
(305) 872-0686

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:

David Joseph Marotta

Article VI. Capital Stock. The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 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.

Carefree Properties Inc.

By: 

Name: David Joseph Marotta

Title: President

Date: October 18, 2004

Corporate Creations International Inc.  
941 Fourth Street  
Miami Beach FL 33139  
(305) 672-0688

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**

Carefree Properties Inc.

**REGISTERED AGENT/OFFICE:**

Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410

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.



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CORPORATE CREATIONS NETWORK INC.  
Dawn S. Stoutt, Assistant Secretary

Date: 10/18/200

Corporate Creations International Inc.  
941 Fourth Street  
Miami Beach FL 33139  
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