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Handwritten signature and date: 11/4/05

Wednesday
November 2nd, 2005

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Amended and Restated Articles of Incorporation - List 2 Sale, Inc.
Doc. No.: P03000115748

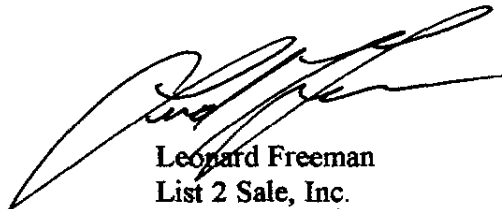
Dear Sir or Madame:

Enclosed please find check number 1162 in the amount of \$43.75 to cover the following:

\$35.00 filing fee for the Amended and Restated Articles of Incorporation.
\$8.75 certified copy document fee

Thank you in advance for your assistance.

Respectfully yours,



Leonard Freeman
List 2 Sale, Inc.
3948 South 3rd Street, #102
Jacksonville Beach, FL 32250

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
LIST 2 SALE, INC.

Document Number P03000115748

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CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant of the provisions of Florida Statutes Chapter 607, this Florida profit corporation adopts the following Amended and Restated Articles of Incorporation.

ARTICLE I

The name of the corporation ("Corporation") is List 2 Sale, Inc.

ARTICLE II

The existence of the corporation shall begin on October 15, 2003.

ARTICLE III

The address of the principal office of the Corporation is 3948 South 3rd Street, #102, Jacksonville Beach, FL 32250.

ARTICLE IV

The maximum number of shares this corporation shall have authority to issue is ten million (10,000,000), all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE V

The street address of the Corporation's registered office is 12412 San Jose Boulevard, Suite 402 Jacksonville, Florida 32223. The registered agent for the Corporation at that address is Mark Q. Hartle, Sr. The board of directors from time to time may move the registered office to any other address within the State of Florida.

ARTICLE VI

The board of directors shall consist of four (4) member(s). The name and address of the person(s) who will serve on the initial board of directors are:

Name	Address
Leonard T. Freeman	3948 South 3 rd Street, #102 Jacksonville Beach, FL 32250
Mark Q. Hartle, Sr.	12412 San Jose Boulevard, Suite 402 Jacksonville, FL 32223
Chris C. Brophy	213 Martell Court Jacksonville, FL 32259
R. Cash Barlow	3948 South 3 rd Street, #316 Jacksonville Beach, FL 32250

The persons named as director shall hold office for the current year of existence of the Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

The Board of Directors is hereby authorized to make provisions for reasonable compensation to its members for their service as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any capacity and receive compensation therefore in any form.

Election of directors need not be by written ballot unless the By-laws of the Corporation shall so provide.

ARTICLE VII

A director of the Corporation shall, to the full extent permitted by the Florida General Corporation Law as it now exist or as it may hereafter be amended, not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. Neither any amendment nor repeal of this Article Seven, nor the adoption of any provision of the Articles of Incorporation inconsistent with this Article Seven, shall eliminate or reduce the effects of this Article Seven in respect of any matter occurring, or any cause of action, suite or claim that, but for the Article Seven, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE VIII

The Corporation reserves the right to adopt, repeal, rescind or amend in any respect any provisions contained in this Amended and Restated Articles of Incorporation in the manner now or hereafter prescribed by applicable law, and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator/director has executed these Amended and Restated Articles of Incorporation this 2nd day of November 2005.


Rebecca Douglas

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for List 2 Sale, Inc. at the place designated in the Amended and Restated Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Mark Q. Hartle, Sr.

Dated: November 2nd, 2005

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
LIST 2 SALE, INC.

Document Number P03000115748

LIST 2 SALE, INC., a Florida profit corporation organized and existing under the General Corporation Laws of the State of Florida DOES HEREBY CERTIFY:

FIRST: The original Articles of Incorporation of List 2 Sale, Inc. was filed with the Secretary of State of Florida on October 14, 2003.

SECOND: The Amended and Restated Articles of Incorporation of List 2 Sale, Inc., in the form attached hereto has been duly adopted this 2nd day of November, 2005 in accordance with the provisions of Section 607.1006, Florida Statutes. The Amended and Restated Articles of Incorporation was adopted by the board of directors without shareholder approval action and shareholder action was not required.

Signed this 2nd day of November, 2005

By Rebecca Douglas
Rebecca Douglas, Director