

09-22-05 01:37pm

From: JOHNSON, POPE, LLP

7274418617

T-536 P.01/04 F-215

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BASIC AMENDMENT

CLICK FIRST INCORPORATED

Certificate of Status	1
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Page Count	03
Estimated Charge	\$43.75

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Amend

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
CLICK FIRST INCORPORATED**

Pursuant to the provisions of Sections 607.1006 and 607.1007, Florida Statutes, CLICK FIRST INCORPORATED, does hereby adopt the following Amended and Restated Articles of Incorporation.

The undersigned, president of CLICK FIRST INCORPORATED, does hereby certify that the board of directors, on September 22, 2005, adopted all Amendments provided for herein. The undersigned further certifies that, on September 22, 2005, a majority of the shareholders of this Corporation approved the Amendments and the number of votes cast in favor of the Amendments was sufficient for approval.

Amendment Adopted: Article I through Article VII of the Articles of Incorporation are hereby deleted, and the following Articles are inserted in place thereof:

ARTICLE I - Name and Address

The name of this corporation is CLICK FIRST INCORPORATED. The principal office of the corporation is 633 West Lumsden Road, Brandon, Florida 33511. The mailing address of the corporation is 4414 Worthington Circle, Palm Harbor, Florida 34685.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Purpose

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 10,000,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be \$0.001.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 4414 Worthington Circle, Palm Harbor, Florida 34685, and the name of the initial registered agent of this corporation at that address is James E. Merrick.

ARTICLE VI - Initial Board of Directors

This corporation shall have five (5) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
JAMES E. MERRICK	4414 Worthington Circle Palm Harbor, FL 34685
PERRY SLATER	4414 Worthington Circle Palm Harbor, FL 34685
STEPHEN J. KING	4414 Worthington Circle Palm Harbor, FL 34685

ARTICLE VII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VIII - Bylaws

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE IX - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

The undersigned has executed these Amended and Restated Articles of Incorporation this 22nd day of September, 2005.

CLICK FIRST INCORPORATED

By: 

James E. Merrick, President

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees

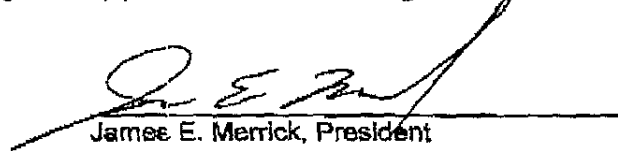
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to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.



James E. Merrick, President

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