

PO3000140767

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

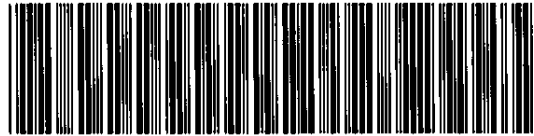
(Business Entity Name)

(Document Number)

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*Amended &  
Restated  
Articles*

FILED  
06 JUN -7 AM 11:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
06 JUN -7 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

\*02250, 00579, 00672



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 160691 7537625

AUTHORIZATION :

COST LIMIT : \$35

*[Handwritten signature]*

ORDER DATE : June 7, 2006

ORDER TIME : 9:14 AM

ORDER NO. : 160691-005

CUSTOMER NO: 7537625

DOMESTIC AMENDMENT FILING

NAME: THERAGEN INTERNATIONAL, INC.

EFFECTIVE DATE:

XXX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XXX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis -- EXT# 2926

EXAMINER'S INITIALS: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 7, 2006

CSC  
Atten: Harry B. Davis  
1201 Hays Street  
Tallahassee, FL 32301

SUBJECT: THERAGEN INTERNATIONAL, INC.  
Ref. Number: P03000140767

**RESUBMIT**  
Please give original  
submission date as file date.

We have received your document for THERAGEN INTERNATIONAL, INC. and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following:

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey  
Document Specialist

Letter Number: 806A00039315

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
THERAGEN INTERNATIONAL, INC.

FILED  
06 JUN -7 AM 11:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge and file these Amended and Restated Articles of Incorporation for the purpose of maintaining a corporation under the laws of the State of Florida.

ARTICLE I

IDENTIFICATION

The name of this corporation is THERAGEN INTERNATIONAL, INC., having a principal place of business at 5024 194<sup>th</sup> Street, Fresh Meadows, NY 11365.

ARTICLE II  
DURATION

This corporation shall have perpetual existence, which commenced upon November 19, 2003, the date of the filing of its Articles of Incorporation with the Secretary of State.

ARTICLE III  
AUTHORIZED SHARES

The aggregate number of shares that the corporation is authorized to issue is One Hundred (100) shares of common stock, at a par value of one cent (\$0.01) per share. Common stock shall be only class of shares of the corporation

The common stock shall have unlimited voting rights, as shall be established under the corporation's By-Laws and applicable law. All or part of said stock to be issued from time to time shall be determined by the Board of Directors. On dissolution or liquidation of the corporation, holders of the outstanding shares of common stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

ARTICLE IV  
REGISTERED AGENT AND OFFICE

The registered agent of the corporation and its address within the State of Florida is as follows: Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.

ARTICLE V  
ADDITIONAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, and creating, dividing, limiting, and regulating the powers of the corporation, its shareholders, and Directors are hereby adopted as a part of these Amended and Restated Articles of Incorporation:

1. The Board of Directors from time to time shall determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be opened to the inspection of the shareholders, and no shareholder shall have the right to inspect any account or document of the corporation except as conferred by a statute or authorized by the Board of Directors or by resolution of the shareholders.

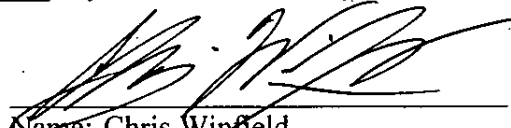
2. No person shall be required to own, hold, or control stock in corporation as a condition precedent to holding an office in this corporation.

3. Except as otherwise provided by law, the Directors may prescribe a method or methods for replacement of lost certificates, and may prescribe reasonable conditions by way of security upon the issuance of new certificates therefor.

4. This corporation shall indemnify any officer or Director, and any former officer or Director, to the full extent provided by law. This corporation may provide such indemnification, or a portion thereof, through the purchase of insurance.

5. The power to adopt, alter, and repeal By-laws shall be in the Board of Directors of the corporation or in the shareholders; By-laws adopted by the Board of Directors may be altered or repealed by the shareholders and vice versa, except that the shareholders may prescribe in any By-law made by them that such By-law shall not be altered, amended, or repealed by the Board of Directors.

IN WITNESS WHEREOF, the undersigned, has made and subscribed these Amended and Restated Articles of Incorporation this 5<sup>th</sup> day of June, 2006.

  
Name: Chris Winfield  
Its: Director

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED

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In pursuance of Chapter 607, Florida Statutes, the following is submitted in compliance with said Act:

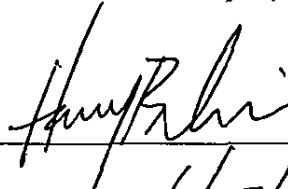
THERAGEN INTERNATIONAL, INC., desiring to maintain its existence under the laws of the State of Florida, has named Corporation Service Company, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

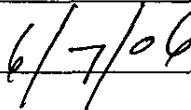
Corporation Service Company

By: \_\_\_\_\_



**Harry B. Davis**  
**Asst. Vice President**

Date: \_\_\_\_\_



CERTIFICATE ACCOMPANYING  
AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF

-----  
THERAGEN INTERNATIONAL, INC.  
(P03000140767)  
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Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following:

FIRST: The articles of incorporation of the corporation shall be restated in their entirety in the manner set forth in the Amended and Restated Articles of Incorporation accompanying this certificate.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD: The date of the restated articles of incorporation's adoption shall be: March 22, 2006.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

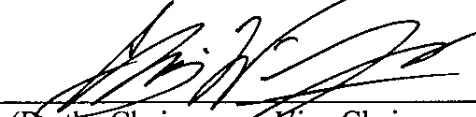
"The number of votes cast for the amendment(s) was/were sufficient for approval by the holders of the outstanding common stock of the corporation."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

{Remainder of Page Intentionally Left Blank; Signature Page to Follow}

Signed on this 5<sup>TH</sup> day June, 2006.



(By the Chairman or Vice Chairman of the Board of Directors,  
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Chris Winfield

Typed name

Chairman of Board of Directors

Title