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AMMONREST/NC CPG/30 LAW OFFICES

MONTELLO & ASSOCIATES, P.A.

777 BRICKELL AVENUE SUITE 1070 MIAMI, FLORIDA 33131

TELEPHONE (305) 373-0300 FAX (305) 373-3739 WWW.MONTELLOLAW.COM

July 28, 2004

VIA FEDEX

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

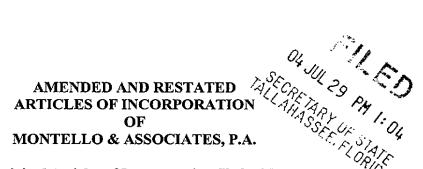
Re: Montello & Associates, P.A. (the "Company")

Ladies and Gentlemen:

Enclosed please find two original sets of the Company's Amended and Restated Articles of Incorporation along with our check for \$35.00 in payment of the filing fee. Please return the filed amended and restated articles of incorporation to us. If you have any questions, please call us.

Louis R. Montello

Enclosures



Original Articles of Incorporation filed with the Florida Department of State on January 2, 2004

On April 27, 2004, the Board of Directors and shareholders of Montello & Associates, P.A. (the "Corporation") duly adopted the following amended and restated articles of incorporation pursuant to the provisions of Section 607.1005 of the Florida Business Corporation Act:

ARTICLE I

Name

The name of the corporation is Montello & Torres, P.A. (hereinafter called the "Corporation").

ARTICLE II

Principal Office

The address of the principal office and the mailing address of the Corporation is 777 Brickell Avenue, Suite 1070, Miami, Florida 33131.

ARTICLE III

Capital Stock

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

Number of SharesAuthorized	Par Value	Class of
	Per Share	_Stock_
100	\$.01	common

ARTICLE IV

Board of Directors

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws.

ARTICLE V

Registered Office

The street address of the Corporation's registered office in the State of Florida is 777 Brickell Avenue, Suite 1070, City of Miami, County of Miami-Dade, and the name of its initial registered agent at such office is Louis R. Montello.

ARTICLE VI

Indemnification

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

ARTICLE VII

Purpose

This Corporation is formed for the sole purpose of rendering legal services.

IN WITNESS WHEREOF, the undersigned, has signed these Amended and Restated Articles of Incorporation this 28th day of July, 2004.

MONTELLO & ASSOCIATES, P.A

Louis R. Montello,

President