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Account Number : 110432003053 Phone : (305)672-0686 Fax Number : (305)672-9110

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## **BASIC AMENDMENT**

## OMESH P. TIWARI INCORPORATED

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## AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective July 21, 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. The Corporation is being formed for the practice of real estate services and all other activities permitted under applicable law.

Current/New Name: OMESHWARDAT P. TIWARI, P.A.

Old Name: Omesh P. Tiwari Incorporated

Article II. Address. The Corporation's mailing address is: OMESHWARDAT P. TIWARI, P.A. 12093 89th Place North West Palm Beach FL 33412

Article III. Registered Agent. The Corporation's registered agent is: OMESHWARDAT P. TIWARI 12093 89th Place North West Palm Beach FL 33412

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

President

Omeshwardat P. Tiwari

Secretary

Omeshwardat P. Tiwari

Treasurer

Omeshwardat P. Tiwari

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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: Omeshwardat P. Tiwari

Article VI. Capital Stock. The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$1.00 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.

Omesh P. Tiwari Incorporated
OMESHWARDAT P. TIWARI, P.A.

By:
by K. Sarria as attorney-in-fact
Name: Omeshwardat P. Tiwari
Title: Vice President

Date: July 21, 2004

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

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## CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION: OMESHWARDAT P. TIWARI, P.A.

REGISTERED AGENT/OFFICE:
OMESHWARDAT P. TIWARI
12093 89th Place North
West Palm Beach FL 33412

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.

OMESHWARDAT P. TIWARI by K. Sarria as attorney-in-fact

Date: 7/21/2004

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