

P04000116062

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Division of Corporations
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BASIC AMENDMENT

B & E MEDICAL SOLUTION, INC.

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*Amended & Restated
ART.*

08/12/04

Dc



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

August 11, 2004

B & E MEDICAL SOLUTION, INC.
13500 SW 128 STREET
SUITE 104
MIAMI, FL 33186US

SUBJECT: B & E MEDICAL SOLUTION, INC.
REF: F04000116062

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

The name should include spaces between B & E.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6027.

Michelle Milligan
Document Specialist

FAX Aud. #: H04000164567
Letter Number: 204A00049777

AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted by the Corporation's Board of Directors and shareholders pursuant to section 607.1007, Florida Statutes effective August 10, 2004. 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.

Current/New Name: B & E MEDICAL SOLUTION, INC.

Old Name:

Article II. Address. The Corporation's mailing address is:

B & E MEDICAL SOLUTION, INC.

13500 SW 128 STREET

SUITE 104

MIAMI, FL 33186

Article III. Registered Agent. The Corporation's registered agent is:

DIEGO ARCE

13500 SW 128 STREET

SUITE 104

MIAMI, FL 33186

Article IV. Officers. The Corporation's officers are:

President/Director: DIEGO ARCE

Secretary/Director: DIEGO ARCE

Treasurer/Director: DIEGO ARCE

Vice President/Director: DIEGO ARCE

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TALLAHASSEE, FLORIDA

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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:
DIEGO ARCE

Article VI. Capital Stock. The Corporation shall have the authority to issue 100 shares of common stock, par value \$10.00 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.

B & E MEDICAL SOLUTION, INC.

By:  _____

Name: DIEGO ARCE

Title: PRESIDENT

Date: AUGUST 10, 2004

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

B & E MEDICAL SOLUTION, INC.

REGISTERED AGENT/OFFICE:

**DIEGO ARCE
13500 SW 128 STREET
SUITE 104
MIAMI, FL 33186**

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.



Date: August 10, 2004

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