

05000112079

Florida Department of State
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December 13, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

VENTURIAN GROUP INC
80 SW 8TH ST
SUITE 1870
MIAMI, FL 33130

SUBJECT: VENTURIAN GROUP INC
REF: P05000112079

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Darlene Connell
Regulatory Specialist II

FAX Aud. #: H12000292147
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF VENTURIAN GROUP INC, A FLORIDA CORPORATION**

Pursuant to the provisions of Section 607.1005 of the Florida Business Corporation Act, the undersigned, on behalf of Venturian Group Inc, a Florida corporation incorporated on August 11, 2005, and having Florida File Number P05000112079, hereby adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I. NAME

The name of the Corporation shall be Venturian Group Inc

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation and its mailing address are as follows:

80 SW 8th Street
Suite 1870
Miami, Florida 33130

ARTICLE III. PURPOSE

The purpose for which the Corporation is organized is to conduct any and all business as may properly be conducted pursuant to the laws of the State of Florida.

ARTICLE IV. AUTHORIZED SHARES

The Corporation is authorized to issue ten million (10,000,000) shares of common stock having a par value of \$0.01 per share.

ARTICLE V. REGISTERED AGENT AND OFFICE

The Corporation's registered agent shall be Allen Firouz and the registered office of the Corporation shall be located at 1101 Colony Point Circle, Suite 402, Pembroke Pines, Florida 33026.

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ARTICLE VI. INCORPORATOR

The name of the Sole Incorporator of the Corporation is Allen Firouz and his address is 1101 Colony Point Circle, Suite 402, Pembroke Pines, Florida 33026.

The foregoing Amended and Restated Articles of Incorporation of Venturian Group Inc. were adopted by the affirmative vote of the Sole Incorporator and without shareholder action, as shareholder action was not required.

Date: December 12, 2012

VENTURIAN GROUP INC

BY: 

NAME: Allen Firouz

TITLE: Sole Incorporator