

Division of Corporations

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Florida Department of State
Division of Corporations
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SOLPATCH, INC.

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T. Roberts APR 06 2007

Amended And Restated
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EXHIBIT 1

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SOLPATCH, INC.

ARTICLE I
CORPORATE NAME

The name of the corporation is Solpatch, Inc. (the "Corporation").

ARTICLE II
INITIAL ADDRESS

The street address and mailing address of the principal office of the Corporation is:

5100 Town Center Circle, Suite 430
Boca Raton, Florida 33486

ARTICLE III
CAPITALIZATION

The Corporation is authorized to issue One Hundred Thousand (100,000) shares of common stock, par value \$0.0001 per share (the "Common Stock"). Each share of Common Stock shall entitle the holder thereof to one vote. No holder of any of share of the Common Stock shall be entitle to any right of cumulative voting.

ARTICLE V
REGISTERED AGENT

The registered agent and street address of the initial registered office of the Corporation is:

E.H.G. Resident Agents, Inc.
5100 Town Center Circle, Suite 430
Boca Raton, Florida 33486

ARTICLE VI
INCORPORATOR

The name and address of the Incorporator of the Corporation is:

Edward H. Gilbert, Esq.
5100 Town Center Circle, Suite 430
Boca Raton, Florida 33486

ARTICLE VII
CORPORATE AUTHORITY

The corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under the Florida Business Corporations Act (the "FBCA").

- (a.) Edward H. Gilbert, Esq.
- (b.) 5100 Town Center Circle, Suite 430
Boca Raton, Florida 33486
- (c.) (561) 361-9300
- (d.) ((H07000089389 3)))
- (e.) Florida Bar No. 180595

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ARTICLE VIII
DIRECTORS

The corporation shall have one director, provided that the number of directors may be increased or diminished from time to time as provided in the bylaws of the Corporation (the "Bylaw") so long as there shall never be less than one director.

ARTICLE IX
BYLAWS

The initial Bylaws of the Corporation shall be adopted by the Board of Directors.

ARTICLE X
CORPORATE EXISTENCE

The corporate existence of the Corporation shall commence on the filing of these Articles of Incorporation by the Department of State of the State of Florida.

ARTICLE XI
AFFILIATED TRANSACTIONS

The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

IN WITNESS WHEREOF, the undersigned officer has executed these Amended and Restated Articles of Incorporation this 5th day of April, 2007.

By: 

Jay Weinberg, President

- (a.) Edward H. Gilbert, Esq.
- (b.) 5100 Town Center Circle, Suite 430
- (c.) Boca Raton, Florida 33486
- (d.) (561) 361-9300
- (e.) ((H07000089389 3)))
- (f.) Florida Bar No. 180595

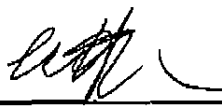
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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered agent of Solpatch, Inc., contained in the foregoing Amended and Restated Articles of Incorporation and states that the undersigned is familiar with and accepts the obligations set forth in Section 607.0508 of the Florida Business Corporation Act.

E.H.G. RESIDENT AGENTS, INC.

Date: April 5th, 2007

By: 
Edward H. Gilbert, President

- (a.) Edward H. Gilbert, Esq.
- (b.) 5100 Town Center Circle, Suite 430
- (c.) Boca Raton, Florida 33486
- (d.) (561) 361-9300
- (e.) ((H07000089389 3)))
Florida Bar No. 180595

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CERTIFICATE
OF
SOLPATCH, INC.
(the "Certificate")

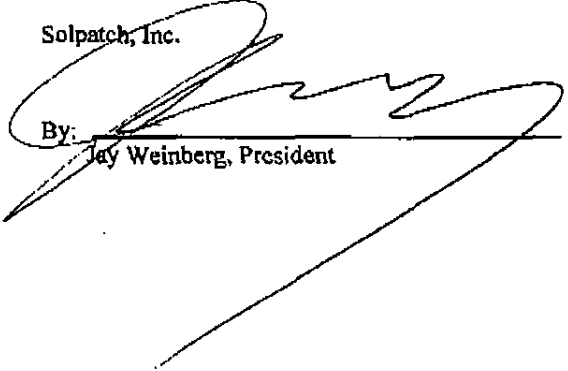
THE UNDERSIGNED, being the President of Solpatch, Inc., a Florida corporation (the "Corporation"), hereby certifies the following:

1. Pursuant to Section 607.1007 of the Florida Business Corporation Act (the "FBCA"), the board of directors of the Corporation (the "Board") has, by action by written consent of directors pursuant to Section 607.0821 of the FBCA (the "Director's Action"), on April 2, 2007 restated the Articles of Incorporation of the Corporation (the "Restated Articles"). A true and correct copy of which Restated Articles are attached hereto as Exhibit 1.

2. The Restated Articles contain amendments (the "Amendments") to the original articles of incorporation requiring shareholder approval. Such Amendments were duly adopted on April 2, 2007 by action by written consent of shareholders pursuant to Section 607.0704 of the FBCA (the "Shareholder Action"), and such Shareholder Action was sufficient for approval.

3. The date of this Certificate is April 5, 2007.

Solpatch, Inc.

By: 
Jay Weinberg, President

(a.) Edward H. Gilbert, Esq.
(b.) 5100 Town Center Circle, Suite 430
Boca Raton, Florida 33486
(c.) (561) 361-9300
(d.) ((H07000089389 3)))
(e.) Florida Bar No. 180595