

WISH HUNT COMPANY
3800 S. OCEAN DR., APT 1504
HOLLYWOOD, FL 33019-2971

(City/State/Zip/Phone #)

PICK-UP

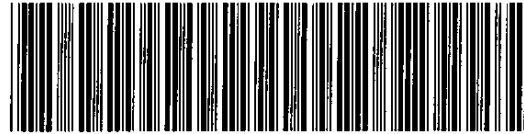
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend & Rest.

C. Goulette OCT 16 1987



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 13, 2007

WISH-HINT USA, INC.
200 S. ANDREWS AVE
9TH FLOOR
FT. LAUDERDALE, FL 33301

SUBJECT: WISH-HINT USA, INC.
Ref. Number: P07000093419

We have received your document for WISH-HINT USA, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The date of adoption/authorization of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption/authorization and the effective date. The date of adoption/authorization is the date the document was approved.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

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) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 507A00054164

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



August 24, 2007

Division of Corporations
State of Florida

Dear Sir or Madam,

As per your requirements, we hereby re-submit the corrected document.

If you have any questions or concerns, please contact us directly.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Sergey V. Gurin". The signature is fluid and cursive, with a large, stylized "S" at the beginning.

Sergey V. Gurin,
President and CEO
Wish-Hint Company

Enc: Stock Certificates (5)

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF WISH-HINT USA, INC.

Mr. Sergey V. Gurin, Mr. Ivan G. Onuchin, and Mr. Viatcheslav O. Reshetnyak hereby certify that:

1. Mr. Gurin is the President, Shareholder (18%), and Director of WISH-HINT USA, INC., a Florida Corporation.
2. Mr. Onuchin is the Treasurer, Shareholder (18%), and Director of WISH-HINT USA, INC., a Florida Corporation.
3. Mr. Reshetnyak is the Secretary, Shareholder (18%), and Director of WISH-HINT USA, INC., a Florida Corporation.
4. The Articles of Incorporation of WISH-HINT USA, INC. are hereby amended and restated to read in their entirety as follows:

I. EFFECTIVE DATE

The date of adoption of these Amended and Restated Articles of Incorporation is October 10, 2007.

II. NAME

The name of this corporation is WISH-HINT USA, INC.

III. PURPOSE

The purpose of this corporation is to engage in any lawful act or activity which a corporation may be organized under the Laws of Florida.

IV. CAPITAL

(a) This corporation is authorized to issue two classes of shares designated as the "Preferred Stock" and "Common Stock", respectively.

The total number of shares which this corporation shall have authority to issue is Ten Million (10,000,000).

The par value of both of the Preferred Stock and Common Stock is \$8.95 per share.

The number of shares of Preferred Stock authorized to be issued is Five Million Five Hundred Thousand (5,500,000), and

The number of shares of Common Stock authorized to be issued is Four Million Five Hundred Thousand (4,500,000).

(b) The Preferred Stock is currently issued in the Class A.

The Preferred Stock may be issued from time to time in one or more series. The Board of Directors is hereby authorized, within the limitations and restrictions stated in these Articles of Incorporation to determine or alter the rights, preferences, privileges and restrictions granted to or imposed upon any wholly unissued series of Preferred Stock and the number of shares constituting any such series and the designation thereof, or any of them; and to increase or decrease the number of shares of any series subsequent to the issue of shares of that series, but not below the number of shares of such series then

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outstanding. In case the number of shares of any series shall be so decreased, the shares constituting such decrease shall resume the status which they had prior to the adoption of the resolution originally fixing the number of shares of such series.

(c) The Common Stock is currently issued in Class B.

The Common Stock may be issued from time to time in one or more series. The Board of Directors is hereby authorized, within the limitations and restrictions stated in these Articles of Incorporation to determine or alter the rights, preferences, privileges and restrictions granted to or imposed upon any wholly unissued series of Common Stock and the number of shares constituting any such series and the designation thereof, or any of them; and to increase or decrease the number of shares of any series subsequent to the issue of shares of that series, but not below the number of shares of such series then outstanding. In case the number of shares of any series shall be so decreased, the shares constituting such decrease shall resume the status which they had prior to the adoption of the resolution originally fixing the number of shares of such series.

(d) Creation of Series

The Board of Directors shall have authority by resolution to cause to be created one or more series of Class B Common Stock and to determine and fix with respect to each such series prior to the issuance of any shares of the series to which such resolution relates:

(i) The distinctive designation of the series and the number of shares which will constitute the series, which number may be increased or decreased (but not below the number of shares then outstanding) from time to time by action of the Board of Directors;

(ii) The dividend rate and the times of payment of dividends on the shares of the series, whether dividends will be cumulative, and if so, from what date or dates;

(iii) The price or prices at which, and the terms and conditions on which, the shares of the series may be redeemed at the option of the Corporation;

(iv) Whether or not the shares of the series will be entitled to the benefit of a retirement or sinking fund to be applied to the purchase or redemption of such shares and, if so entitled, the amount of such fund and the terms and provisions relative to the operation thereof;

(v) Whether or not the shares of the series will be convertible into, or exchangeable for, any other shares of stock of the Corporation or other securities, and if so convertible or exchangeable, the conversion price or prices, or the rates of exchange, and any adjustments thereof, at which such conversion or exchange may be made, and any other terms and conditions of such conversion or exchange;

(vi) The rights of the shares of the series in the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation;

(vii) Whether or not the shares of the series will have priority over or be on a parity with or be junior to the shares of any other series or class in any respect or will be entitled to the benefit of limitations restricting the issuance of shares of any other series or class having priority over or being on a parity with the shares of such series in any respect, or restricting the payment of dividends on or the making of other distributions in respect of shares of any other series or class ranking junior to the shares of the series as to dividends or assets, or restricting the purchase or redemption of the shares of any such junior series or class, and the terms of any such restriction;

(viii) Whether the series will have voting rights, in addition to any voting rights provided by law, and, if so, the terms of such voting rights; and

(ix) Any other preferences, qualifications, privileges, options and other relative or special rights and limitations of that series.

(e) Conversion.

Each holder of Class A Preferred Stock will be entitled to convert any or all of such holder's Class A Preferred Stock into the same number of shares of Class B Common Stock.

Each conversion of shares of Class A Preferred Stock into shares of Class B Common Stock will be effected by the surrender of the certificate(s) representing the shares to be converted at the principal office of the Corporation at any time during normal business hours, together with a written notice by the stockholder of such shares stating the number of shares that any such holder desires to convert into the other Class B Common Stock.

Such conversion will be deemed to have been effected as of the close of business on the date on which such certificate(s) have been surrendered, and such notice has been received by the Corporation, and at such time the rights of any such holder with respect to the converted class of Common Stock will cease and the person(s) in whose name or names the certificate(s) for shares of the other class of Common Stock are to be issued upon such conversion will be deemed to have become the holder(s) of record of the shares of such other class of Common Stock represented thereby.

Promptly within five (5) business days after such surrender and the receipt by the Corporation of the written notice from the holder hereinbefore referred to, the Corporation will issue and deliver in accordance with the surrendering holder's instructions the certificate(s) for the other Class B Common Stock issuable upon such conversion and a certificate representing any shares of Common Stock which were represented by the certificate or certificates delivered to the Corporation in connection with such conversion but which were not converted. The issuance of certificates for the other class of Common Stock upon conversion will be made without charge to the holder(s) of such shares for any issuance tax (except stock transfer taxes) in respect thereof or other cost incurred by the Corporation in connection with such conversion.

(f) Redemption

The Corporation, at the option of the Board of Directors, may redeem all or part of the shares of any series of Class A Preferred Stock on the terms and conditions fixed for such series.

(g) Transfer

The Corporation will not close its books against the transfer of any share of Preferred Stock, or of any share of Common Stock issued or issuable upon conversion of shares of the other class of Common Stock, in any manner that would interfere with the timely conversion of such shares of Common Stock.

(h) Reservation of Shares for Conversion.

So long as any shares of any class of Common Stock are outstanding, the Board of Directors will at all times reserve and keep available out of its authorized but unissued shares of Class A Preferred Stock and Class B Common Stock the number of shares sufficient for issuance upon conversion.

(i) Distribution of Assets.

In the event of the voluntary or involuntary liquidation, dissolution or winding up of the Corporation, all stock holders will be entitled to receive all of the remaining assets of the Corporation available for distribution to its stockholders after all debts and payables have been paid or set aside in cash for payment.

V. VOTING RIGHTS

The holders of Class A and Class B Stock shall have the general right to vote for all purposes, including the election of directors, as provided by law.

Shareholders of 10% or more of Series "A" Preferred Stock shall have the voting right for the election of the Board of Directors of the corporation.

Shareholders of 10% or more of Series "B" Common Stock shall have the voting right for the election of the Board of Directors of the corporation.

Shareholders shall be entitled to cumulate their votes for the election of the Board of Directors of the corporation.

VI. CORPORATE ACTIONS

No action shall be taken by the shareholders of the corporation other than at an annual or special meeting of the shareholders, upon due notice and in accordance with the provisions of the corporation's bylaws.

VII. ANNUAL MEETINGS

(a) On or prior to the date on which the corporation first provides the notice of an annual meeting of the shareholders following the date this Article VI shall have become effective (and provided that the authorized number of directors of the corporation shall be not less than five), the Board of Directors of the corporation shall conduct the annual meeting.

At each annual meeting (or special meeting) of shareholders, directors elected to succeed those directors whose terms expire shall be elected until their successors are duly re-elected and qualified.

(b) Subject to the rights of the holders of any series of Preferred Stock then outstanding, newly created directorships resulting from any increase in the authorized number of directors or any vacancies in the Board of Directors resulting from death, resignation, retirement, disqualification, removal from office or other cause may be filled only by a majority vote of the directors then in office even though less than a quorum, or by a sole remaining director.

VIII. LIABILITY

1. LIMITATION OF DIRECTORS' LIABILITY. The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under laws of Florida.

2. INDEMNIFICATION OF REGISTERED AGENT. The Corporation hereby indemnifies its Registered Agent from any claim for direct, indirect, incidental, special, punitive, or consequential damages. The corporation further agrees to indemnify, defend, and hold the Registered Agent harmless from any and all losses, claims, demands, liabilities, damages, costs or expenses of any nature, including but not limited to a reasonable attorneys' fees and costs of litigation.

3. REPEAL OR MODIFICATION. Any repeal or modification of the foregoing provisions of this Article VII shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

IX. DIVIDENDS

The Class A and Class B stockholders shall be entitled to receive dividends, when and as declared by the Board of Directors, out of funds legally available for the payment thereof.

Dividends shall be paid at the rates fixed for the respective classes with respect to the same dividend period.

X. AUTHORIZATION

These Amended and Restated Articles of Incorporation have been duly adopted and authorized by the Board of Directors without shareholder action. However, the 54% quorum of the shareholders' votes was present at the Board of Directors at the time of adoption.

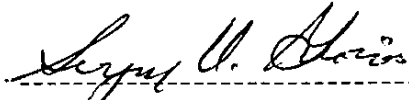
The foregoing amendment and restatement of these Articles of Incorporation has been duly approved by the Board of Directors.

- - -


We hereby declare under penalty of perjury under the laws of the State of Florida that the matters set forth in the foregoing certificate are true of our own knowledge.

Executed in Fort Lauderdale, Broward County, State of Florida on Monday, August 26, 2007.

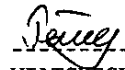
SIGNED TO BE CERTIFIED BY THE SHAREHOLDERS:



SERGEY GURIN
President and Director 10/10/07



IVAN ONUCHIN
Treasurer and Director 10/10/07



VIATCHESLAV RESHETNYAK
Secretary and Director 10/10/07