

Jan 12 2009 9:59PM

Elia Chasnut

410-884-3682

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Division of Corporations

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Account Number : I20030000066  
Phone : (561) 362-9595  
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Place call with any questions.

Elia Chasnut

Legal Assistant

direct line:

(410) 884-3682

Thanks

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PASHMINADEPOT.COM, INC

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
PASHMINADEPOT.COM, INC**

Pursuant to Section 607.1007 of the Business Corporation Act of the State of Florida, the undersigned, being all the members of the Board of Directors of Pashminadepot.com, Inc., a Florida corporation organized and existing under and by virtue of Chapter 607 of laws of the State of Florida (hereinafter "the Corporation"), and desiring to amend and restate its Articles of Incorporation, does hereby certify:

1. The name of the corporation is Pashminadepot.com, Inc
2. The Articles of Incorporation of the Corporation were filed with the Secretary of State of Florida on November 14, 2007, Document #P07000123427.
3. The Amended and Restated Articles of Incorporation were adopted by the Board of Directors on January 9, 2009, and by written consent of the holder of a majority of the issued and outstanding common stock, representing the sole class of voting securities, on January 9, 2009. To effect the foregoing, the text of the Articles of Incorporation is hereby amended and restated as herein set forth in full and shall supersede the original Articles of Incorporation, as amended:

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation shall be: Pashminadepot.com, Inc.

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation shall be 9694 Royal Palm Boulevard, Coral Springs, Florida 33069.

**ARTICLE III  
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV  
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 110,000,000 shares consisting of 100,000,000 shares of Common stock, par value \$0.0001 per share, and 10,000,000 shares of Preferred stock, par value \$0.0001 per share.

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Classes and series of the Preferred Stock may be created and issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional or other rights, including voting rights, qualifications, limitations or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such classes or series of Preferred Stock as adopted by the Board of Directors.

#### **ARTICLE V TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE VI REGISTERED AGENT AND ADDRESS**

The Registered Agent and the street address of the Registered Office of this Corporation in the State of Florida shall be Edward Sanders, 9694 Royal Palm Boulevard, Coral Springs, Florida 33069.

#### **ARTICLE VII BOARD OF DIRECTORS**

The number of Directors may be increased or diminished from time to time by the Bylaws. The name and address of the Directors of this Corporation are:

Edward Sanders  
9694 Royal Palm Boulevard  
Coral Springs, Florida 33069

Dr. Franklin Barrett  
9694 Royal Palm Boulevard  
Coral Springs, Florida 33069

#### **ARTICLE VIII INDEMNIFICATION**

The Corporation may indemnify any director, officer, employee, or agent of the Corporation to the fullest extent permitted by Florida law.

#### **ARTICLE IX AFFILIATED TRANSACTIONS**

This 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.

#### **ARTICLE X CONTROL SHARE ACQUISITIONS**

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

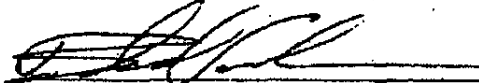
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These Amended and Restated Articles of Incorporation were unanimously adopted by the Board of Directors of the Corporation pursuant to a written consent in accordance with Section 607.0821 of the Florida Business Corporations Act, and by the written consent of the holder of a majority of the issued and outstanding Common Stock, which such holder has the minimum number of votes with respect to shares of the Corporation's Common Stock which is its sole class of voting securities that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted, acting pursuant to Section 607.0704 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation of Pashminadepot.com, Inc a Florida corporation, have been executed this 9th day of January, 2009.

  
Edward Sanders, President

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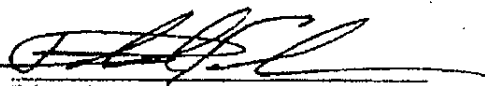
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**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND OFFICE FOR SERVICE OF PROCESS**

Pashminadepot.com, Inc., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 9694 Royal Palm Boulevard, Coral Springs, Florida 33069, has named Edward Sanders, whose address is 9694 Royal Palm Boulevard, Coral Springs, Florida 33069, as its agent to accept service of process within the State of Florida.

**ACCEPTANCE:**

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

  
Edward Sanders

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