

P-95000088872

August 4, 1999

Florida Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

FILED
99 AUG -9 PM 5:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please file the Amended and Restated Articles of Incorporation for Tracer Corporation included with this letter. Included is a check for \$43.75 that covers the filing fee and the price for a certified copy.

Please send the certified copy to:

Tracer Corporation
PO Box 970697
Boca Raton, FL 33497-0697

Sincerely,

Lilia Inés Espinosa

Lilia Inés Espinosa

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Amended & Restated Art.

V. SHEPARD AUG 17 1999



www.tracercad.com

	Correspondence:	Shipping:
(561) 883-0992	P.O. Box 970697	8177 Glades Road, Suite 205
(561) 883-2209 Fax	Boca Raton, FL 33497-0697	Boca Raton, FL 33434-4022

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
TRACER CORPORATION

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned Corporation adopts the following Amended and Restated Articles of Incorporation:

1. The name of the Corporation is **TRACER CORPORATION** (the "Corporation"), Charter # P95000088872, filed on November 17, 1995.
2. The following Amended and Restated Articles of Incorporation were adopted by all of the Shareholders of the Corporation, the number of votes cast being sufficient for approval, on January 26, 1999 in the manner prescribed by Section 607.1003 of the Act:

ARTICLE I

The name of this corporation is, Tracer Corporation, hereinafter referred to as the Corporation.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business and object and purposes proposed to be transacted, promoted or carried on are to engage in any activity of business permitted under the laws of the United States and of this State.

ARTICLE III

CAPITAL STOCK

The amount of the total authorized capital stock of the Corporation shall be Five Hundred (500) shares of common stock of one Dollar (\$1.00) par value.

The whole or any part of the capital stock of the Corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the Shareholders.

ARTICLE IV

AMOUNT OF CAPITAL WITH WHICH TO BEGIN BUSINESS

The amount of capital with which the Corporation shall begin business shall be not less than Five Hundred (\$500.00) Dollars.

ARTICLE V

CORPORATE EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI

The street address of said Corporation is 8177 Glades Road, Suite 211, Boca Raton, FL 33434, with the privilege, however, of having branch offices or places of business at any other place or places within or without the State of Florida, or in foreign countries.

ARTICLE VII

NUMBER OF DIRECTORS

The Corporation shall be managed by its Board of Directors. The Board of Directors of the Corporation shall consist of at least four directors, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws.

ARTICLE VIII

OFFICERS

The officers of this Corporation shall be a President and Secretary, and such other officers as appointed by the corporation's Board of Directors from time to time.

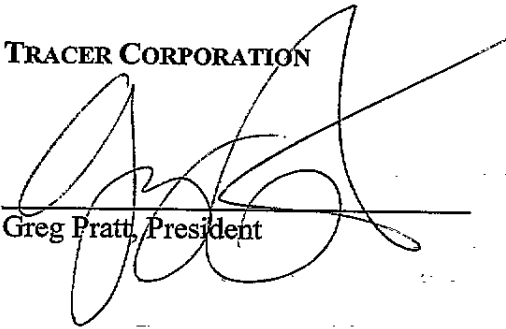
All officers or agents, as may be deemed necessary by the Board of Directors shall be chosen in the manner and hold office for the term prescribed in the Bylaws or determined by the Board of Directors.

ARTICLE IX

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation of TRACER CORPORATION this 2nd day of June, 1999.

TRACER CORPORATION

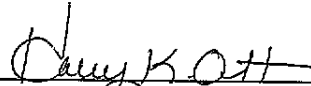


Greg Pratt, President

STATE OF FLORIDA)
 ss:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared Greg Pratt who provided identification Florida Drivers Lic, and who after first being duly sworn by me acknowledged his execution of the foregoing Amended and Restated Articles of Incorporation and acknowledged that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 2 day of July, 1999.



Notary Public
State of Florida at Large

My Commission Expires:

