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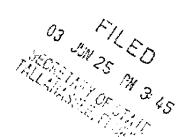
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SPECIAL INSTRUCTIONS		

AMENDMENT TO AND RESTATEMENT OF THE ARTICLES OF INCORPORATION OF M & M REAL ESTATE INVESTORS, INC.



The undersigned, being the sole Stockholders and Directors of M & M REAL ESTATE INVESTORS, INC., a Florida corporation, acting pursuant to Sections 607.1003, 607.1006 and 607.1007 of the Florida Statutes, do hereby amend and restate the Articles of Incorporation of the corporation as originally filed with the Office of the Secretary of State of the State of Florida. The corporation was originally incorporated on May 6, 1996 under the name M & M REAL ESTATE INVESTORS, INC.

- A. The Articles of Incorporation have not been previously amended.
- B. These Restated Articles of Incorporation have been adopted in accordance with Section 607.1007 of the Florida Statutes.
- C. Effective upon the date of filing with the Secretary of State of the State of Florida, the Articles of Incorporation of M & M REAL ESTATE INVESTORS, INC. are as follows:

"ARTICLE I NAME

The name of this corporation is M & M REAL ESTATE INVESTORS, INC.

ARTICLÉ II NATURE OF BŪSINESS

The general nature of the business to be transacted by this corporation is to engage in every aspect of corporate business.

ARTICLE JII CAPITAL STÖCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares of VOTING COMMON STOCK having a par value of one (\$1.00) dollar per share and five thousand five hundred (5,500) shares of NON VOTING COMMON STOCK having a par value of one (\$1.00) dollar per share which shall have no voting rights. Aside from the difference in voting rights, the VOTING COMMON STOCK and NON VOTING COMMON STOCK are, in all respects, identical.

ARTICLE IV DIRECTORS

This corporation shall never have fewer than two (2) directors. The number of directors may be increased to not more than five (5) in the manner set forth in the By-Laws.

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI INDEMNITY

The corporation shall indemnify any officer, director or employee, or any former officer, director or employee to the fullest extent permitted by law.

ARTICLE VII BY-LAWS

The power to alter, amend, or repeal the By-Laws shall be vested in the stockholders and directors of the Corporation in the manner set forth in the By-Laws."

This Amendment and Restatement was executed by the sole Stockholders and Directors of the corporation on the ______day of June, 2003, which execution shall constitute adoption.

Manuel A. Airala, M. D. Stockholder and Director

Marta S. Airala, M. D. Stockholder and Director

IN WITNESS WHEREOF, M & M REAL ESTATE INVESTORS, INC. has caused this Amendment and Restatement of its Articles of Incorporation to be executed by its President and Secretary this 19TM day of June, 2003.

ATTEST:

M & M REAL ESTATE INVESTORS, INC.

MARTA S. AIRALA, M.D.

MANUEL A. AIRALA, M.D., Preside

Secretary (Corporate Seal)

ACKNOWLEDGMENT APPEARS ON FOLLOWING PAGE

STATE OF FLORIDA) ss: COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared MANUEL A. AIRALA, M.D. and MARTA S. AIRALA, M.D., to me well known and known to me to be the President and Secretary, respectively, of M & M REAL ESTATE INVESTORS, INC., a Florida corporation, who, after being duly sworn, acknowledged before me that they executed the foregoing Amendment to and Restatement of the Articles of Incorporation for and on behalf of the said corporation, and that the same was duly authorized.

WITNESS my hand and official seal this 1978 day of June, 2003.

Notary Public, State of Florida at Large

[NOTARY SEAL]

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