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DIVISION OF CORPORATIONS

BASIC AMENDMENT
ROD PRODUCTS COMPANY, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$43.75

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TALLAHASSEE, FLORIDA

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Amended + Restated
JFM
10/6/04

OCT. 6. 2004 9:51AM

CORPORATION SVC CO
RX TIME 10/05 '04 15:57

NO. 986 P. 2
LOCATION: NOTILE

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
ROD PRODUCTS COMPANY, INC.**

Pursuant to the provisions of Section 807.1006 et seq. of the Florida Business Corporation Act, the undersigned Corporation adopts the following Amended and Restated Articles of Incorporation.

The amendment contained in this Amended and Restated Articles of Incorporation requires shareholder approval and said amendment was approved by the holder of all issued and outstanding shares of the corporation on 9/29, 2004.

ARTICLE I - NAME OF CORPORATION

The name of this Corporation is ROD PRODUCTS COMPANY, INC., having as its corporate mailing address: 6798 Fiji Circle, Boynton Beach, Florida 33437.

ARTICLE II - DURATION

This corporation shall be perpetual in existence unless sooner dissolved according to law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business which corporations may transact pursuant to Section 807.0101 et seq. of the Florida Corporation Act.

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of the corporation shall be Five Thousand (5,000) shares of common stock in two classes as follows:

<u>Class</u>	<u>Number of Shares</u>
Class A voting common	2,500
Class B non-voting common	<u>2,500</u>
Total:	5,000

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OCT. 5. 2004 4:52PM

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All shares of stock authorized hereunder, whether Class A or Class B, shall have identical rights to dividends, liquidation proceeds, redemption rights, subscription rights and other economic benefits. No difference shall exist between the Class A voting common stock and the Class B non-voting common stock, except for the difference in voting rights.

No holder of Class B non-voting common stock shall be entitled to any voice in the management of the corporation or to any voting powers at any stockholder's meeting. The sole management of the corporation shall be in the hands of the holders of Class A voting common stock, and they alone shall be entitled to vote at any meeting of the stockholders of the corporation.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is 8798 Fiji Circle, Boynton Beach, Florida 33437. The name of the registered agent of this corporation at that address is ROBERT L. ROD. This corporation shall have the privilege of having branch offices at other places within or without the State of Florida and within or without the United States of America. This corporation may, at its discretion, at any time, change the address of the principal place of business.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have a Board of Directors consisting of one. The number of directors may be either increased or diminished from time to time by a majority vote of the then acting Directors, but the number shall, subject to ARTICLE VIII below, never be less than one nor more than three.

OCT. 6. 2004 9:52AM

CORPORATION SVC CO

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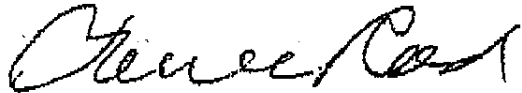
ARTICLE VII - MANAGEMENT OF CORPORATION BY STOCKHOLDERS

Anything to the contrary contained in these Amended and Restated Articles of Incorporation notwithstanding, if the holders of the Class A voting common stock of this corporation shall so elect, they may exercise all powers and conduct the business and affairs of this corporation in lieu of the Board of Directors.

ARTICLE VIII - AMENDMENT

This corporation reserves the right to further amend or repeal any provisions contained in these Amended and Restated Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS OF THE FOREGOING, I have hereunto set my hand and seal, this 29th day of September, 2004.



ROBERT L. ROD, President and
Sole Director

STATE OF FLORIDA

COUNTY OF PALM BEACH

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}
} SS:

I HEREBY CERTIFY that on this day personally came and appeared before me, the undersigned authority, ROBERT L. ROD, to me well known and known to me to be the person named in and who acknowledged to me that he executed the foregoing Amended and Restated Articles of Incorporation as a free and voluntary act and deed and for the uses and purposes therein set forth and expressed.

OCT. 6. 2004 9:52AM

CORPORATION SVC CO

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IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County
and State aforesaid, this 29th day of September, 2004.



Melanie R. Day
MY COMMISSION EXPIRES
November 3, 2007
BONDED THROUGH FAIR INSURANCE, INC.

Melanie R. Day
NOTARY PUBLIC
(Type or Print Name)
State of Florida at Large

AGREEMENT AND ACCEPTANCE

I HEREBY CERTIFY that I am a permanent resident of Palm Beach County, Florida,
residing at the place indicated above. I hereby approve of the foregoing Amended and
Restated Articles of Incorporation of ROD PRODUCTS COMPANY, INC. and accept the
foregoing designation of Resident Agent.

Signed on September 29th, 2004.

Robert L. Rod
ROBERT L. ROD, Resident Agent