

06/11/2004 12:00 FAX 305 358 574
Division of Corporations

WHITE & CASE LLP

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DIVISION OF CORPORATIONS

BASIC AMENDMENT
HAND INNOVATIONS, INC.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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Corporate Filing

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Amended & Resubmitted
Art.

06/11/04

Fax Audit No. H04000124339

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

OF

HAND INNOVATIONS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 JUN 11 PM 3:09

FILED

Pursuant to the provisions of Sections 607.1006 and 607.1007 of the Florida Business Corporation Act, HAND INNOVATIONS, INC., a Florida corporation (the "Corporation"), in accordance with actions adopted by the written consent of the board of directors and approved by unanimous written consent shareholder as of June 11, 2004, hereby adopts the following amendments to its Articles of Incorporation and restates its Articles in their entirety.

ARTICLE I

Name and Principal Office of Corporation

The name of this Corporation shall be Hand Innovations, Inc. The principal address of the Corporation shall be 8905 S.W. 87th Avenue, Suite 220, Miami, FL 33176.

ARTICLE II

Nature of Business

The general nature of the business and activities to be transacted and carried on by this Corporation is to transact all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, as hereafter amended and supplemented, and any successor statute thereto, as thereafter amended and supplemented.

The general purposes specified in the foregoing clauses of this Article shall, unless expressly limited, not be limited or restricted by reference to, or inference from, any provisions in this or any other Article of these Articles of Incorporation, shall be regarded as independent purposes and shall be construed as powers as well as purposes.

ARTICLE III

Stock

The total authorized capital stock of the Corporation shall be 1,000,000 shares of Common Stock, par value \$1.00 per share.

ARTICLE V
Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI
Address of Registered Office and Registered Agent

The street address of the Registered Office of this Corporation in the State of Florida shall be 1200 South Pine Island Road, Plantation, FL 33324. The name of the Registered Agent of this Corporation at the above address shall be CT Corporation System.

ARTICLE IX
By-Laws

The Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the shareholders or Directors in any manner permitted by the By-Laws.

ARTICLE X
Financial Information

The Corporation shall not be required to file a balance sheet and a profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the shareholders each fiscal year hereafter unless a resolution to the contrary has been adopted by the shareholders not later than four (4) months after the close of such year.

ARTICLE XI
Amendment

These Amended and Restated Articles of Incorporation may be further amended in any manner now or hereafter provided for by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, has hereunto set his hand and seal this 11th day of June, 2004.

By: 
Jorge L. Orbay, President

08/11/2004 12:00 FAX 305 358 5744

WHITE & CASE LLP

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Tax Audit No. H04000124339

Having been named Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

CT Corporation System


PETER F. SOUZA
ASSISTANT SECRETARY

Registered Agent