

P 99000056083

4/25/00 12:26 PM

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000019499 3))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850)922-4000

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

FILED
00 APR 28 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT
EMPIRE CONSULTING, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

RECEIVED
00 APR 28 AM 7:38
DIVISION OF CORPORATIONS

Electronic Filing Menu Corporate Filing Public Access Help

KRG 4/28
AM/Post/AC

4

H00000019499

AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective April 25, 2000 by the Corporation's Board of Directors and shareholders pursuant to section 607.1007, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Incorporation was approved by the shareholders by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation, as amended.

Article I. Name. If no old name is listed below, the name of this Florida corporation has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: PrimeTest Corporation
Old Name: Empire Consulting, Inc.

Article II. Address. The Corporation's mailing address is:
PrimeTest Corporation
3931 Coelebs Avenue
Boynton Beach FL 33436

Article III. Registered Agent. The Corporation's registered agent is:
Patrick Wyse
3931 Coelebs Avenue
Boynton Beach FL 33436

Article IV. Officers. The Corporation's officers are:
President Patrick Wyse
Secretary Nickole Wyse
Treasurer
Vice President A. Scott Menjoulet

FILED
00 APR 28 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

H00000019499

H00000019499

Article V. Board of Directors. The Corporation's affairs shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Corporation's Bylaws. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

The name of each member of the Corporation's Board of Directors is:

- Patrick Wyse
- A. Scott Menjoulet

Article VI. Capital Stock. The Corporation shall have the authority to issue 50,000 shares of common stock, par value \$1.00 per share.

Article VII. Corporate Existence. The corporate existence of the Corporation will begin effective upon the filing date of the original Articles of Incorporation.

The undersigned executed these Amended and Restated Articles of Incorporation on the date shown below.

Empire Consulting, Inc.
PrimeTest Corporation

By: Patrick Wyse
Patrick Wyse

Name: Patrick Wyse

Title: President

Date: April 25, 2000

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

H00000019499

H00000019499

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

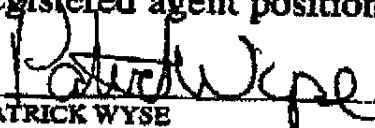
CORPORATION:

PrimeTest Corporation

REGISTERED AGENT/OFFICE:

**Patrick Wyse
3931 Coelebs Avenue
Boynton Beach FL 33436**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



PATRICK WYSE

Date: April 26, 2000

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

H00000019499