

Aug. 23, 2004 3:35PM  
Division of Corporations

Page 1 of 1

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

MOBILE PATH SERVICES, INC.

Certificate of Status	0
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Restated Articles  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**RESTATED  
ARTICLES OF INCORPORATION  
OF  
MOBILE PATH SERVICES, INC.**

The undersigned, pursuant to the provisions of the Florida Statutes Section 607.1007 of the Florida Business Corporation Act, adopts the following Amended and Restated Articles of Incorporation of MOBILE PATH SERVICES, INC. a corporation duly organized and existing under the laws of the State of Florida, originally incorporated as Water Wings, Inc., pursuant to Articles of Incorporation filed with the Florida Department of State on October 12, 1999, (the "Corporation") and subsequently amended pursuant to filings made on June 18, 2001, December 27, 2001, May 14, 2002, and May 17, 2002, including an amendment changing its name to Mobile Path Services, Inc. The undersigned confirms that such Amended and Restated Articles of Incorporation were duly adopted by Written Consent of the Board of Directors on July 29, 2004, with no approval of the shareholders being required:

**ARTICLE I. NAME**

The name of the corporation is **MOBILE PATH SERVICES, INC.**

**ARTICLE II. ADDRESS**

The business and mailing address of the corporation is: 6555 North Powerline Road, Suite 401, Ft. Lauderdale, Florida 33309.

**ARTICLE III. PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE IV. AUTHORIZED SHARES**

The aggregate number of shares which the Corporation shall have authority to issue is thirty million (30,000,000) shares, comprised of twenty five million (25,000,000) common shares, having a par value of \$.01 per share, and five million (5,000,000) preferred shares, that may be issued from time to time in one or more series as determined by the Corporation's Board of Directors, which is authorized to designate all rights, preferences, privileges and restrictions attendant to each series as well as the number of shares authorized for issuance in each series, which matters shall be expressed in resolutions adopted by the Board of Directors and filed with the Florida Secretary of State as required by the Florida Statutes.

**ARTICLE V. CONFLICTS OF INTEREST**

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the

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directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

#### ARTICLE VI. LIMITATIONS

The private property of the shareholders shall not be subject to payment of the corporate debts to any extent.

These Amended and Restated Articles of Incorporation of the corporation are hereby executed the 2<sup>nd</sup> day of July, 2004.

  
Jay Levin, Chief Executive Officer  
and Secretary

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