

SENT BY: RUDEN MCCLOSKEY

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S51835

11/05/97

FLORIDA DIVISION OF CORPORATIONS  
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NAME: FANTASI INTERNATIONAL CORP.  
AUDIT NUMBER.....H97000018384  
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**ARTICLES OF AMENDMENT AND RESTATEMENT  
OF THE  
ARTICLES OF INCORPORATION  
OF  
FANTASI INTERNATIONAL CORP.**

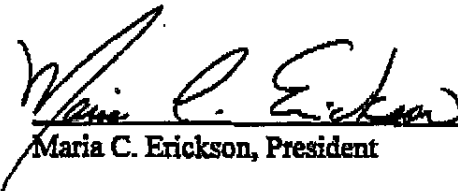
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TALLAHASSEE, FLORIDA

The Amended and Restated Articles of Incorporation of Fantasi International Corp., a Florida corporation ("Corporation"), filed with the Department of State on March 21, 1994, Charter Number S51835, be, and they are hereby amended as shown below:

The Articles of Incorporation of this Corporation are hereby amended in their entirety to read as shown in the Second Amended and Restated Articles of Incorporation of this Corporation, the original of which is attached hereto and made a part hereof.

The Second Amended and Restated Articles of Incorporation were duly adopted on October 31, 1997 by a Joint Corporate Action of all the Directors and all the Shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment and Restatement as of the 31 day of October, 1997.

  
\_\_\_\_\_  
Maria C. Erickson, President

Prepared by: Scott H. Margol, Esq., FL Bar #0522848  
Ruden McClosky, at al., P.O. Box 1900  
Fort Lauderdale, Florida 33301  
(954) 764-6660

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**SECOND AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
FANTASI INTERNATIONAL CORP.**

The Articles of Incorporation of Fantasi International Corp., a Florida corporation ("Corporation"), filed with the Department of State on May 13, 1991, Charter Number S51835 and amended March 21, 1994, be, and they are hereby, amended as shown below:

**ARTICLE I**

**NAME OF CORPORATION**

The name of this Corporation shall be:

**Fantasi International Corp.**

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and the mailing address of this Corporation is 860 West 84th Street, Hialeah, Florida 33014.

**ARTICLE III**

**AUTHORIZED SHARES**

The total authorized capital stock of this Corporation shall consist of 100,000 shares of Common Stock, par value \$1.00 per share.

**ARTICLE IV**

**ADDRESS OF REGISTERED OFFICE IN THIS STATE**


The street address of the initial registered office of this Corporation in the State of Florida is 860 West 84th Street, Hialeah, Florida 33014 and the initial registered agent of this Corporation at that address shall be Maria Consuelo Erickson.

Prepared by: Scott H. Margol., FL Bar #0522848  
Ruden McClosky, Et al., P. O. Box 1900  
Fort Lauderdale, Florida 33301  
FTL 271599:1 (954) 764-6660

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IN WITNESS WHEREOF, the undersigned, as President of the Corporation, hereby executes these Second Amended and Restated Articles of Incorporation this 31 day of October, 1997.

  
\_\_\_\_\_  
Maria C. Erickson, President

Prepared by: Scott H. Margol., FL Bar #0522848  
Ruden McClosky, Et al., P. O. Box 1900  
FTL:271599:1 Fort Lauderdale, Florida 33301  
(954) 764-6660

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