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Fax Number : (850)205-0380

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
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COR AMND/RESTATE/CORRECT OR O/D RESIGN

FITON CONSTRUCTION MANAGEMENT AT AVENUE LOFTS, INCOR

Certificate of Status	0
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Page Count	04
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Amended Restated NC

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AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective July 11, 2006 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: F²D, Inc.

Old Name: Fiton Construction Management at Avenue Lofts, Incorporated

Article II. Address

The mailing address of the Corporation is:

F²D, Inc.
5337 Orange Drive
Davie FL 33314-3815

Article III. Board of Directors

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

L. Antonio Robles 5337 Orange Drive Davie FL 33314-3815
Rodolfo E. Robles 5337 Orange Drive Davie FL 33314-3815

The affairs of the Corporation 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 Bylaws of the Corporation. 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.

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

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Article IV. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article V. Registered Agent

The name and address of the registered agent of the Corporation is:

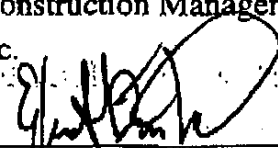
L. Antonio Robles
5337 Orange Drive
Davie FL 33314-3815

Article VI. 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.

Fiton Construction Management at Avenue Lofts, Incorporated
F²D. Inc.

By: 
by E.S. Davila as attorney-in-fact

Name: L. Antonio Robles

Title: President

Date: July 11, 2006

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Miami Beach FL 33139
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

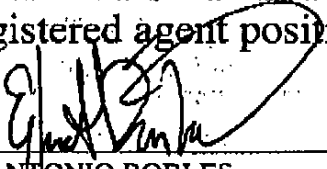
CORPORATION:

F²D, Inc.

REGISTERED AGENT/OFFICE:

L. Antonio Robles
5337 Orange Drive
Davie FL 33314-3815

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.



L. ANTONIO ROBLES
by E.S. Davila as attorney-in-fact

Date: July 11, 2006

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0886

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