

RESTATED CERTIFICATE OF INCORPORATION
OF
THE INTERNATIONAL DOI FOUNDATION, INC.

The undersigned, The International DOI Foundation, Inc., a non-stock, non-profit corporation organized and existing under the General Corporation Law of the State of Delaware, hereby certifies as follows:

1. The present name of the Corporation is: The International DOI Foundation, Inc., and the name under which the Corporation was originally incorporated was DOI Foundation, Inc. The Certificate of Incorporation of the Corporation was filed of with the Secretary of State of the State of Delaware on October 10, 1997.

2. ~~This~~ Restated Certificate of Incorporation restates and amends the provisions of the original Certificate of Incorporation of this Corporation as heretofore in effect and was duly adopted by the Corporation's Board of Directors in accordance with the provisions of Sections 242 and 245 of the General Corporation Law of the State of Delaware.

3. The text of the Certificate of Incorporation is hereby restated to read as herein set forth in full:

FIRST: The name of the corporation is The International DOI Foundation, Inc. (the "Corporation").

