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TRANSMITTAL LETTER

FILED

00 OCT -9 AM 10: 51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

300003419413--1  
-10/09/00--01089--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: NG GROUP INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee  
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy  
 \$87.50 Filing Fee, Certified Copy & Certificate of Status  
**ADDITIONAL COPY REQUIRED**

FROM: NG GROUP INC  
Name (Printed or typed)

6984 SW 39 ST Apt 304  
Address

DAVIE, FL 33314  
City, State & Zip

NURIA ESPERANZA GEL GAVE  
AUTHORIZATION BY PHONE TO 954 792 7884  
CORRECT ADD BA acceptance Daytime Telephone number

DATE \_\_\_\_\_  
DOC. EXAM. PH

NOTE: Please provide the original and one copy of the articles.

W 2488 to PH Tallad  
PH 10/10/00

**ARTICLES OF INCORPORATION  
OF  
N G GROUP INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I        NAME**

The name of this Corporation is:     **N G Group Inc.**

The principal place of business is **6984 SW 39 Street Apt 304 Davie, FL 33314**

**ARTICLE II        NATURE OF BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III        CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is **ONE HUNDRED (100)** – shares of common stock a One Dollar (\$1.00) par value.

Every original incorporating stockholder upon the sale for cash, property or services or new shares authorized but unissued, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others, which price, in case or par value shares may be in excess of par. The transfer of shares may be restricted as provided for in the By-Laws as adopted by Stockholders or by other agreement between the parties thereto.

**ARTICLE IV      TIME OF EXISTENCE.**

This Corporation is to exist perpetually and shall commence as of the date of filing of these Articles with the Secretary of State.

**ARTICLE V            INITIAL REGISTERED OFFICE AND AGENT**

The Street address of the Initial Registered Office of this Corporation is 6984 SW 39 Street Apt. 304 Davie FL 33314 and the name of the Initial Registered Agent of this Corporation at that address is **Nubia Esperanza Gelvez**

**ARTICLE VI            INITIAL BOARD OF DIRECTORS**

This Corporation shall have (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one.

The name and address of the initial director of this Corporation is:

**Nubia Esperanza Gelvez - PRESIDENT  
6984 SW 39 Street #304  
Davie, FL 33314**

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TALLAHASSEE, FLORIDA

**ARTICLE VII INCORPORATOR**

The name and address of the person signing these articles is:

**Nubia Esperanza Gelvez  
6984 SW 39 Street #304  
Davie, FL 33314**

**ARTICLE VIII BYLAWS**

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders sign a written statement manifesting their intention that certain amendments of these articles of Incorporation be made.

**ARTICLE IX AMENDMENTS**

These Articles of Incorporation may by amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders meeting, unless all the Directors and all the stockholders sign a written statement manifesting their intention that certain amendments of these Articles of Incorporation be made.

I hereby accept the duties and responsibilities as registered agent.

Nubia E. Gelvez  
Nubia Esperanza Gelvez - President  
Incorporator/Registered Agent

October 4, 2000