

**Electronic Articles of Incorporation
For**

**P05000167057
FILED
December 28, 2005
Sec. Of State
thampton**

U.S. GROUP HOLDINGS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

U.S. GROUP HOLDINGS, INC.

Article II

The principal place of business address:

1227 SE 47TH STREET
CAPE CORAL, FL. US 33904

The mailing address of the corporation is:

1227 SE 47TH STREET
CAPE CORAL, FL. US 33904

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

ROY R BONILLA
1227 SE 47TH STREET
CAPE CORAL, FL. 33904

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: ROY BONILLA

Article VI

The name and address of the incorporator is:

ROY BONILLA
1227 SE 47TH STREET

CAPE CORAL, FL 33904

Incorporator Signature: ROY BONILLA

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
ROY R BONILLA
1227 SE 47TH STREET
CAPE CORAL, FL. 33904 US

Article VIII

The effective date for this corporation shall be:

12/27/2005