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PENTACLE HOLDINGS, INC.

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H08 0002370 59

**ARTICLES OF INCORPORATION
OF
PENTACLE HOLDINGS, INC.**

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In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: Pentacle Holdings, Inc.

ARTICLE II

The street address of the principal office of the Corporation is 2901 Clint Moore Road, Suite 266, Boca Raton, FL 33496.

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 1000, all of which shall be Common Shares.

ARTICLE IV

The initial street address of the Corporation's registered office is 2101 NW Corporate Blvd., Suite 300, Boca Raton, FL 33431. The initial registered agent for the Corporation at that address is: Ian M. Berkowitz, Esq.

ARTICLE V

The initial board of directors shall consist of two members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The name and address of the person who will serve on the initial board of directors is:

H080002370 59

H08000237059

George Grous

2901 Clint Moore Road, Suite 266

Boca Raton, FL 33496

Michelle Grous

2901 Clint Moore Road, Suite 266

Boca Raton, FL 33496

ARTICLE VI

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

Ian M. Berkowitz

2101 NW Corporate Boulevard

Suite 300

Boca Raton, Florida 33431

ARTICLE VII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

The undersigned incorporator has executed these articles of incorporation.



October 15, 2008

Date

Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Pentacle Holdings, Inc. the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.


Ian M. Berkowitz
Registered Agent

October 15, 2008

Date

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