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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

PMG Project Management Group, Inc.

Certificate of Status	0
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA*

1. PMG Project Management Group, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2 New York

(State or country under the law of which it is incorporated)

3

(FEI number, if applicable)

4 May 9, 2005

(Date of incorporation)

5

perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7 8 West 38th Street, New York, NY 10018

(Principal office address)

Same

(Current mailing address)

8 Any lawful act or activity for which corporations may be authorized to carry out in
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) the State of Florida

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: United Corporate Services, Inc.

Office Address: 9200 South Dadeland Blvd. Ste. 508

Miami, Florida 33156

(City)

(Zip code)

10 Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

15 JUL 25 PM 9:32

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____
_____Director: Leslie KaminoffAddress: c/o PMG Project Management Group, Inc.8 West 38th St., N.Y., N.Y. 10018Director: Michael BerensonAddress: c/o PMG Project Management Group, Inc.8 West 38th St., N.Y., N.Y. 10018**B. OFFICERS**CEO: Leslie KaminoffAddress: c/o PMG Property Management Group, Inc.8 West 38th St., N.Y., N.Y. 10018President: Michael BerensonAddress: c/o PMG Property Management Group, Inc.8 West 38th St., N.Y., N.Y. 10018Secretary: Michael BerensonAddress: c/o PMG Property Management Group, Inc.Treasurer: Leslie KaminoffAddress: c/o PMG Property Management Group, Inc.

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. Leslie Kaminoff, CEO

(Typed or printed name and capacity of person signing application)

State of New York
Department of State } ss:

I hereby certify, that the Certificate of Incorporation of PMG PROJECT MANAGEMENT GROUP, INC. was filed on 05/09/2005, under the name of PMG PRODUCT MANAGEMENT GROUP, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment PMG PROJECT MANAGEMENT GROUP, INC., changing its name to PMG PROJECT MANAGEMENT GROUP, INC., was filed 05/18/2005.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 22nd day of July
two thousand and five.*

Secretary of State