POICOOTS 37

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

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|------------------------------|---------------|
| -07/30/01 | 01083021 |
| *****78. | 75 *****78.75 |

SUBJECT:

Principal Venture 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

\$78.75

Filing Fee Filing Fee

& Certificate of Status

□\$78.75

Filing Fee

\$87.50

& Certified Copy

Filing Fee, Certified Copy

& Certificate of

Status

ADDITIONAL COPY REQUIRED

FROM: Carlos M. Fernandez

Name (Printed or typed)

1320 S. Dixie Highway, Suite 750

Address

Coral Gables, Florida 33146

City, State & Zip

(305) 661-1040

Daytime Telephone number

2001 JUL 30 AM 10: 08
SECRETARY OF STATE
TALLAHASSEF FINDINA

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

J 8/2/01

ARTICLES OF INCORPORATION

FILED

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

2001 JUL 30 AM 10: 08

SECRETARY OF STATE TALLAHASSEE FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

Principal Venture Group, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1320 S. Dixie Highway, Suite 750 Coral Gables, Florida 33146

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Rolando Fernandez

1111 Brickell Bay Drive, Suite 611

Miami, Florida 33129

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Carlos M. Fernandez 1320 S. Dixie Highway, Suite 750 Coral Gables, Florida 33146

Signature/Incorporator

7/5/0 / Date

(An additional article must be added if an effective date is requested.)

| Having been named as registered agent and to accept s | service of process for the above stated corporation at the place designated in |
|--|--|
| this certificate, I hereby accept the appointment as regis | stered agent and agree to act in this capacity. I farther agree to comply with |
| THE DYOUSSIONS Offails statuted relating to the avence and | l complete performance of my duties, and I am familiar with and accept the |
| obligations of my position as registered agent | to on protect performance of my dames, and I am familiar with and accept the |
| | 7 26 7001 |
| | 11 // / / / / / / / / / / / / / / / / / |

Signature/Registered Agent

Date