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February 18, 2002
P02000020800

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

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-02/21/02-01041--001
*****70.00 *****70.00

Re: Articles of Incorporation of The Group Associates, Inc.

Gentlemen:

Enclosed herewith is an executed original of the Articles of Incorporation for the above referenced corporation, along with an additional copy for you to date stamp with the registration information and a check in the amount of \$70.00. Please return a stamped copy of the Articles of Incorporation to the undersigned in the enclosed envelope.

If there are any questions, please contact the undersigned.

Very truly yours,



Alberto A. Rodriguez

FILED
2002 FEB 21 AM 11:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

✓
2/25/02

ARTICLES OF INCORPORATION

OF

THE GROUP ASSOCIATES, INC.

FILED

2002 FEB 21 AM 11:55

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I

Name

The name of the corporation is The Group Associates, Inc., and its address is: 7135 Collins Avenue, #601, Miami Beach, FL 33141.

ARTICLE II

Duration

The duration of the corporation is perpetual.

ARTICLE III

Purpose

The general purposes for which the corporation is organized are:

(1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

Authorized Shares

The aggregate number of shares which the corporation is

authorized to issue is 10,000, such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

Registered Office and Agent

The street address of the initial registered office of the corporation is: 1200 Brickell Avenue, Suite 1680, Miami, Florida 33131, and the name of its registered agent at such address is Alberto A. Rodriguez.

ARTICLE VI

Directors

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is one (1). The name and address of the person who is to serve as the member of the initial board of directors is:

Olivia Ortega
7135 Collins Avenue, #601
Miami Beach, Florida 33141

ARTICLE VII

Incorporator

The name and address of the incorporator is:

Alberto A. Rodriguez
1200 Brickell Avenue, Suite 1680
Miami, FL 33131

ARTICLE VIII

Indemnification

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by

