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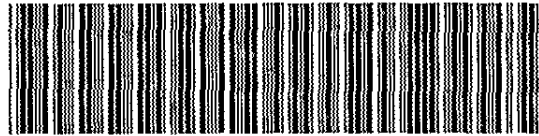
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

4/18

BJ ACCOUNTING ASSOCIATES, INC.  
2800 W. OAKLAND PARK BLVD. SUITE 109; FT. LAUDERDALE, FL. 33311

DATE: 4-9-03

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P. O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

ATTENTION: INCORPORATION SECTION

REFERENCE: GRUPE SHARF, INC.

ENCLOSED HEREIN YOU WILL FIND COPIES EACH OF THE  
ARTICLES OF INCORPORATION AND YOUR FEE IN THE AMOUNT OF  
SEVENTY DOLLARS (\$70.00) TO COVER THE REQUIRED FILING  
CHARGES FOR THE ENCLOSED INCORPORATION.

PLEASE PROCESS AS SOON AS POSSIBLE AND FORWARD THE COMPLETED  
DOCUMENTS TO OUR ADDRESS:

BJ ACCOUNTING ASSOCIATES, INC.  
2800 W. OAKLAND PARK BLVD.  
SUITE 109  
FORT LAUDERDALE, FL. 33311

THANK YOU FOR YOUR COOPERATION IN THIS MATTER. IF YOU HAVE  
ANY QUESTIONS, PLEASE CONTACT THE ACCOUNTING OFFICE AT THE  
ADDRESS AND OR PHONE NUMBERS LISTED HEREIN. PHONE: (954)  
731-2244 AND FAX US AT (954) 731-6688.

SINCERELY YOURS,

  
BETTY MARTIN

ENCS.

BM/B

PAID - CHECK # 2663

ARTICLES OF INCORPORATION

OF

GROUPE SHADE, INC.

The undersigned Subscriber to these Articles of Incorporation, a natural person competent to contract, hereby present these Articles of Incorporation for the formation of a corporation for profit under the laws of the State of Florida, of the United States of America, by and under the provisions and statutes of that State providing for the formation, liability, rights, privileges, benefits and obligations conferred and imposed by said law on corporations organized pursuant to the provisions thereof, do hereby make, subscribe, acknowledge and file these Articles of Incorporation as follows:

ARTICLE I  
CORPORATE NAME

The name of this corporation shall be:

GROUPE SHADE, INC.

ARTICLE II  
PURPOSE

The general nature and purpose of the business to be transacted by this corporation shall be:

To engage in every phase and aspect of computer services and programming.

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TALLAHASSEE, FLORIDA

To engage in any other type of lawful business for which the corporation or corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III  
CAPITAL STOCK

The maximum number of shares of stock that this corporation shall be authorized to issue and have outstanding at any one time shall be limited to Five Hundred (500) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share.

ARTICLE IV  
CAPITAL

The amount of capital with which this corporation shall commence business is not less than Two Hundred Fifty Dollars (\$250.00).

ARTICLE V  
DURATION AND COMMENCEMENT OF EXISTENCE

This corporation shall commence on the date of filing of the Articles of Incorporation and shall have perpetual existence unless dissolved according to law.

ARTICLE VI  
ADDRESS

The principal office and mailing address of this corporation shall be located at 2841 North Oakland Forest Drive, Suite 102, Oakland Park, Fl. 33309. However, the address may be changed to another location at a later date.

ARTICLE VII  
SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation is:

RONEL DECIUS  
2841 North Oakland Forest Drive #102  
Oakland Park, Florida 33309

ARTICLE VIII  
BOARD OF DIRECTORS

The Directors constituting the initial Board of Directors shall be two (2) in number at this time but may change at any time thereafter. The names and addresses of the persons who will serve as board members are:

RONEL DECIUS  
DANIELLE DECIUS  
2841 N. OAKLAND FOREST DR. #102  
OAKLAND PARK, FLORIDA 33309

ARTICLE IX

The original incorporator of this corporation shall have the right upon its organization to assign and deliver his subscription of stock or a specified number of stock shares thereof to any other person or to firms or corporations who may hereafter become subscribers to the capital stock of said corporation; who upon acceptance of such assignment, shall stand in lieu of the incorporator and assume and carry out all the rights, liabilities and duties entailed by said subscriptions subject to the laws of the State of Florida and the execution of these instruments of assignment.

ARTICLE X.

The names and addresses of the corporate officers of this corporation and the corporate offices held until a successor and or successors are elected are:

RONEL DECIUS	-	<u>PRESIDENT</u>
DANIELLE DECIUS	-	<u>VICE PRESIDENT/SEC'Y.</u>

2841 NO. OAKLAND FOREST DRIVE  
SUITE 102  
OAKLAND PARK, FLORIDA 33309

ARTICLE XI

The corporation shall indemnify any Officer or Director of this corporation to the full extent as permitted by law.

ARTICLE XII  
STOCKHOLDERS

The names and addresses of the stockholders of this corporation and the number of shares owned are:

RONEL DECIUS	-	50% (FIFTY PERCENT)
DANIELLE DECIUS	-	50% (FIFTY PERCENT)

2841 NO. OAKLAND FOREST DR. #102  
OAKLAND PARK, FLORIDA 33309

ARTICLE XIII

The corporation reserves the right to amend, alter, change or repeal any provision or provisions thereof, contained in these Articles of Incorporation in the same manner now or hereafter prescribed by Statute, and all rights conferred upon its stockholders herein are granted subject to this condition.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation for the uses and purposes aforesaid and does hereby declare and certify that the facts contained herein are true, this 8<sup>th</sup> day of April, in the year 2003.

  
\_\_\_\_\_  
RONEL DECTUS

DESIGNATED REGISTERED AGENT AND OFFICE

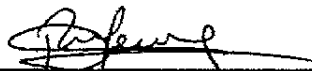
The designated registered agent and office of  
GROUPE SHADE, INC. is:

RONEL DECIUS  
2841 NO. OAKLAND FOREST DRIVE #102  
OAKLAND PARK, FLORIDA 33309

and he will accept service of process for the above  
stated corporation at the place designated herein.

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TALLAHASSEE, FLORIDA

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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 relating to the proper  
and complete performance of my duties, and I am familiar  
with and accept the obligations of my position as registered  
agent.

  
\_\_\_\_\_  
RONEL DECIUS

DATE: 4-08-03