

Division of Corporations

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To:

Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : TRIAD PROFESSIONAL SERVICES, LLC  
Account Number : I20020000094  
Phone : (770) 777-2091  
Fax Number : (770) 777-2094

**FLORIDA PROFIT CORPORATION OR P.A.**

**UETA GROUP, INC.**

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## ARTICLES OF INCORPORATION

OF

### UETA GROUP, INC.

The name of the corporation is UETA Group, Inc., (hereinafter called the "Corporation").

#### ARTICLE I

The address of the principal office and the mailing address of the Corporation is 19495 Biscayne Boulevard, Aventura Florida 33180

#### ARTICLE II

(a) The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$0.001	Common

(b) The Corporation shall hold a special meeting of shareholders:

(1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or

(2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

#### ARTICLE III

The street address of the Corporation's initial registered office in the State of Florida is 526 East Park Avenue, City of Tallahassee, County of Leon, and the name of its initial registered agent at such office is NRAI Services, Inc.

#### ARTICLE IV

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one, and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified is:

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Simon Falic  
Jerome Falic

**ARTICLE V**

The name of the Incorporator is David Barkus, Esq. and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

**ARTICLE VI**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this day of 27th day of October, 2003.

  
David Barkus, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of UETA GROUP, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

NRAI SERVICES, INC.

By: Mary Paris

Dated: October, 28, 2003

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