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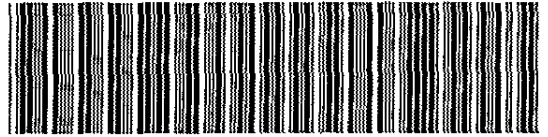
(Business Entity Name)

(Document Number)

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04 APR 22 PM 1:39  
STATE  
TALLAHASSEE, FLORIDA

## TRANSMITTAL LETTER

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

SUBJECT: MOHAWK GROUP, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: KEITH BAILEY  
Name (Printed or typed)

4009 BAYFRONT CIRCLE PARKWAY  
Address

ORLANDO FL 32806  
City, State & Zip

407-855-6071  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION  
OF  
MOHAWK GROUP, INC.**

**FILED**  
04 APR 22 PM 1:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I**

**Name, Principal Place of Business, and Duration**

The name of the Corporation is Mohawk Group, Inc. The principal place of business of the Corporation is 4009 Bayfront Circle Parkway, Orlando, FL 32806. The duration of the Corporation is perpetual.

**Article II**

**Registered Office and Agent**

The address of the registered office in the State of Florida is 4009 Bayfront Circle Parkway in the County of Orange. The name of the registered agent at such address is Keith Bailey.

**Article III**

**Corporate Purposes, Powers and Rights**

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Business Corporation Act of Florida.
2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Business Corporation Act of Florida.

**Article IV**

**Capital Stock**

1. The total number of shares of capital stock which the Corporation has the authority to issue is 1,000 shares of Common Stock ("Common Stock"), \$.01 par value per share, consisting of 1,000 shares of Series A Common Stock.

2. The designations, voting powers, preferences and relative, participating, optional or other special rights and qualifications, limitations or restrictions of the above stock are as follows:

- a) The holders of the Common Stock are entitled to receive, to the extent permitted by law, such dividends as may be declared from time to time by the Board of Directors.

- b) In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding up of the Corporation, after distribution in full of the preferential amounts, if any, to be distributed to the creditors and holders of shares of preferred stock, if any, such stock shall be authorized herein and issued, the holders of Common Stock shall be entitled to receive all of the remaining assets of the Corporation of whatever kind available for distribution to shareholders ratably in proportion to the number of shares of Common Stock held by them respectively. The Board of Directors may distribute in kind to the holders of Common Stock such remaining assets of the Corporation or may sell, transfer or otherwise dispose of all or any part of such remaining assets to any other corporation, trust or other entity and receive payment therefor in kind to holders of Common Stock. The merger or consolidation of the Corporation into or with any other corporation, or the merger of any other corporation into it, or any purchase or redemption of shares of stock of the Corporation of any class, shall not be deemed to be a dissolution, liquidation or winding up of the Corporation for the purposes of this paragraph.

- c) Each holder of Series A Common Stock has one vote with respect to each share of stock held by him of record on the books of the Corporation on all matters voted upon by the shareholders.

- d) The private property of the shareholders of this Corporation shall not be subject to the payment of corporate debts, except to the extent of any unpaid balance of subscription of shares.

- e) Any person, upon becoming the owner or holder of any shares of the Common Stock or other securities having voting rights issued by this Corporation ("shareholder"), does thereby consent and agree that all rights, powers, privileges, obligations or restrictions pertaining to such person or such securities in any way may be altered, amended, restricted, enlarged, or repealed by legislative enactments of the State of Florida, or of United States hereinafter adopted which have reference to or affect corporations, such securities, or such person if any; and that the Corporation reserves the right to transact any business of the Corporation, to alter, amend or repeal these Articles of Incorporation, or to do any other acts or things as authorized, permitted, or allowed by such legislative enactments.

## ARTICLE V

### Incorporator

1. The name and mailing address of the incorporator of this Corporation is as follows:

Name

Address

Keith Bailey

4009 Bayfront Circle Pkwy  
Orlando, FL 32806

2. The power of the incorporator shall terminate upon the filing of the Articles of Incorporation of the Corporation with the office of the Secretary of State of Florida.

## ARTICLE VI

### Board of Directors

1. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board of Directors, except as otherwise herein provided or reserved to the holders of Common Stock in the By-Laws of the Corporation.
2. (a) The number of members of the Board of Directors will be fixed from time to time by resolution of the Board of Directors, but (subject to vacancies) in no event may there be less than one (1) director. Each director shall serve until the next annual meeting of shareholders.  
  
(b) If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next meeting of shareholders.  
  
(c) The names and mailing addresses of the persons who shall serve as directors of the Corporation until the first annual meeting of the shareholders are as follows:

Name

Address

Keith Bailey

4009 Bayfront Circle Parkway Orlando FL 32806

#### ARTICLE VII

This Corporation expressly elects not to be governed by the provisions of Section 607.0901, Florida Statutes (Section 26 of the Florida Business Corporation Act) as the same such section exists as of the date hereof or as such section may hereafter be amended.

#### ARTICLE VIII

##### Amendment

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

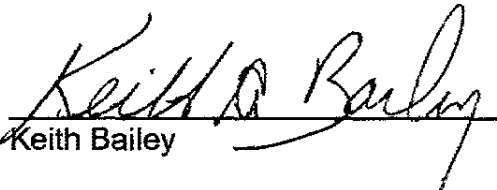
#### ARTICLE IX

##### Effective Date

The effective date of Corporation is April 19, 2004.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file, and record these Articles of Incorporation and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

Dated: April 19, 2004

  
Keith Bailey

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN FLORIDA, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

**FILED**

**04 APR 22 PM 1:39**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

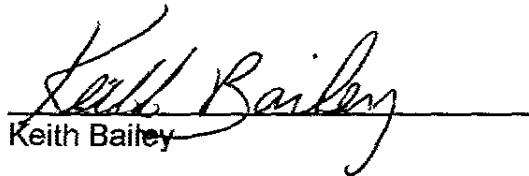
In compliance with the Business Corporation Act of Florida, the following is submitted:

Mohawk Group, Inc., with its principal place of business at 4009 Bayfront Circle Parkway, Orlando, FL 32806 has named Keith Bailey at 4009 Bayfront Circle Parkway, Orlando, FL 32806, as its agent to accept service of process within Florida.

Having been named to accept service of process for Mohawk Group, Inc. at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of a Registered Agent under the Business Corporation Act of Florida.

Dated this 19 day of April, 2004.

Registered Agent

  
Keith Bailey