

**Electronic Articles of Incorporation
For**

P04000092337
FILED
June 16, 2004
Sec. Of State
jshivers

GROUPSHARES INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
GROUPSHARES INC.

Article II

The principal place of business address:
422 STATE ROUTE 93
SUGARLOAF, PA. US 18249

The mailing address of the corporation is:
422 STATE ROUTE 93
SUGARLOAF, PA. US 18249

Article III

The purpose for which this corporation is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:
100

Article V

The name and Florida street address of the registered agent is:
ERIC E KARCH
1221 BRICKELL AVE.
SUITE 900
MIAMI, FL. 33131

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: /ERIC KARCH/

Article VI

The name and address of the incorporator is:

ANTHONY KLATCH
422 STATE ROUTE 93
SUGARLOAF, PA 18249

Incorporator Signature: /ANTHONY KLATCH/

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: CEO
ANTHONY J KLATCH II
422 STATE ROUTE 93
SUGARLOAF, PA. 18249 US