

**Electronic Articles of Incorporation
For**

P05000050166
FILED
April 05, 2005
Sec. Of State
thampton

XG SYSTEMS CORP

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:

XG SYSTEMS CORP

Article II

The principal place of business address:

115 BEOFORD AVENUE
HALLANDALE, FL. 33009

The mailing address of the corporation is:

115 BEDFORD AVENUE
HALLANDALE, FL. 33009

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:

ANDRE LEON
115 BEDFORD AVENUE
HALLANDALE, FL. 33009

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

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Registered Agent Signature: ANDRE LEON

Article VI

The name and address of the incorporator is:

ANDRE LEON
115 BEDFORD AVENUE
HALLANDALE, FL 33009

Incorporator Signature: ANDRE LEON

Article VII

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

Title: P
ANDRE LEON
115 BEDFORD AVENUE
HALLANDALE, FL. 33009

Article VIII

The effective date for this corporation shall be:

04/04/2005