

**Electronic Articles of Incorporation
For**

P05000112144
FILED
August 12, 2005
Sec. Of State
jshivers

DNEPR 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:

DNEPR INC.

Article II

The principal place of business address:

18851 NE 29TH AVENUE
SUITE 717
AVENTURA, FL. 33180

The mailing address of the corporation is:

18851 NE 29TH AVENUE
SUITE 717
AVENTURA, FL. 33180

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:

200

Article V

The name and Florida street address of the registered agent is:

ALEKSANDR POLYAKOV
18851 NE 29TH AVENUE
SUITE 717
AVENTURA, FL. 33180

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

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Registered Agent Signature: ALEKSANDR POLYAKOV

Article VI

The name and address of the incorporator is:

YANA SHTINDLER
380 SAND LANE
STATEN ISLAND NEW YORK 10305

Incorporator Signature: YANA SHTINDLER

Article VII

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

Title: P
ALEKSANDR POLYAKOV
18851 NE 29TH AVENUE SUITE 717
AVENTURA, FL. 33180

Title: VP
ALEKSANDR BRAGINSKY
18851 NE 29TH AVENUE SUITE 717
AVENTURA, FL. 33180

Article VIII

The effective date for this corporation shall be:

08/11/2005