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Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT/NON PROFIT CORPORATION

tsgroup.usa, corp.

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ARTICLES OF INCORPORATION
OF
TSGroup.USA, CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TSGroup.USA, CORP.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is TSGroup.USA, CORP.

ARTICLE II: DURATION

The period of duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

ARTICLE III: INITIAL REGISTERED OFFICE AND AGENT

The initial Registered Office and Agent of this Corporation shall be:

CARLOS IGNACION DUQUE
863 NW 81ST TER
PLANTATION FL 33324-1209

ARTICLE IV: PRINCIPAL PLACE OF BUSINESS

The principal office address of this corporation is:

863 NW 81ST TER
PLANTATION FL 33324-1209

*Law Offices of Virginia M. Cerra
2050 Coral Way - Suite 303 Miami, FL 33145
Telephone (305) 860-0901 - Fax (305) 860-0905*

ARTICLE V: INITIAL BOARD OF DIRECTORS

The number of persons constituting the Board of Directors of this corporation shall be one (01) initially. The name and street address of the initial Directors is:

FERNANDO JARAMILLO
863 NW 81ST TER
PLANTATION FL 33324-1209

ARTICLE VI: OFFICERS

The initial President, Secretary and Treasurer of the Corporation is

FERNANDO JARAMILLO, President
FERNANDO JARAMILLO, Secretary
FERNANDO JARAMILLO, Treasurer

ARTICLE VII: STOCK

The maximum number of shares that this corporation is authorized to issue and have outstanding is One Thousand Shares.

ARTICLE VIII: INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is:

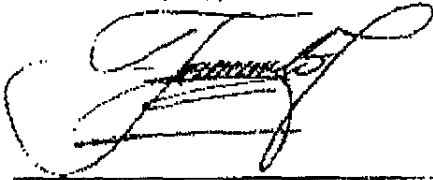
FERNANDO JARAMILLO
863 NW 81ST TER
PLANTATION FL 33324-1209

ARTICLE IX: AMENDMENTS

This corporation reserves the right to amend or repeal the provisions of these Articles of Incorporation or any amendments thereto.

Law Offices of Fernán M. Ferrer
2030 Coral Way - Suite 303 Miami, FL 33145
Telephone (305) 860-0901 - Fax (305) 860-0905

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR
HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS
FEBRUARY 13, 2006

A handwritten signature in dark ink, appearing to read "F. Jaramillo", is written over a horizontal line.

FERNANDO JARAMILLO
Incorporator

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT & REGISTERED OFFICE**

Pursuant to the provisions of the Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

The name of this corporation is **TSGroup.USA. CORP.**

The name and address of the Registered Agent and Registered Office is:

**CARLOS IGNACION DUQUE
863 NW 81ST TER
PLANTATION FL 33324-1209**

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

DATED: FEBRUARY 13, 2006


CARLOS IGNACION DUQUE
Registered Agent

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Law Offices of Berntha M. Ferro
2000 Coral Way - Suite 303 Miami, FL 33145
Telephone (305) 860-0901 - Fax (305) 860-0905