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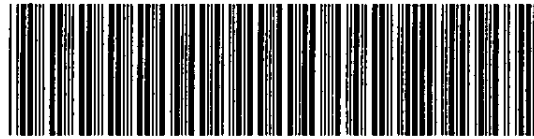
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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000096166320

04/10/07--01036--023 **87.50

Effective Date

04-09-07

APPROVED
AND
FILED
07 APR 10 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight APR 11 2007

TRANSMITTAL LETTER

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

SUBJECT: UTM Investments, Inc.

FROM:

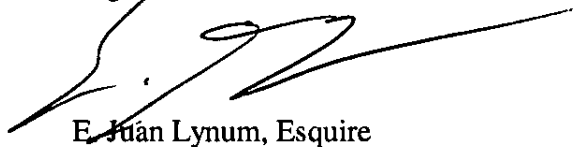
E. Juan Lynum
LYNUM & SANCHEZ, P.A.
35 West Pine Street
Suite 221
Orlando, FL 32801

For further information concerning this matter, please call E. Juan Lynum at (407) 236-0502.

Enclosed are an original and two (2) copies of the Articles of Incorporation and a check for:

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

Regards,

A handwritten signature in black ink, appearing to read 'E. Lynum', with a long horizontal flourish extending to the right.

E. Juan Lynum, Esquire

ARTICLES OF INCORPORATION

OF

UTM INVESTMENTS, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

Effective Date

ARTICLE I

04-09-07

The name of the Corporation shall be

UTM Investments, Inc.

ARTICLE II

The Principal Place of Business Address

2095 East Irlo Bronson Hwy, Kissimmee, Florida 34744.

The Mailing Address

11315 Fern Street, Wheaton, Maryland 20902.

ARTICLE II

The purpose for which this corporation is organized is

To transact Any Lawful Business for which corporations may be incorporated under the Florida General Corporations Act, as amended and to engage in any trade or business which can, in the opinion of the Boar of Directors of the corporation, can be advantageously carried on in connection with the foregoing business;

To do such other and further things as are incidental to the foregoing or necessary or desirable in order to accomplish the forgoing;

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 APR 10 AM 11:56

APPROVED
AND
FILED

To carry out any business occupation, undertaking, enterprise and exercise any power or authority which may be done by a private corporation organized and existing under and by virtue of Chapter 607, Florida Statutes, and as amended, it being the intention that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as amended.

ARTICLE III

The street address of the principal office of the Corporation is

2095 East Irlo Bronson Hwy, Kissimmee, Florida 34744.

ARTICLE IV

The number of Shares the corporation is authorized to issue:

The aggregate number of the shares of stock shall be Ten Thousand (10,000) shares of common capital voting stock, each having no par value. Each stockholder shall have the right to purchase subscribe for or receive a right or rights to purchase or subscribe for, at the par value thereof, a pro rata portion of:

- (1) Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Article of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property, or leases thereof; or
- (2) Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments

conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

ARTICLE V

The Name and Florida Street Address of the Registered Agent is:

E. JUAN LYNUM, ESQUIRE

LYNUM & SANCHEZ, P.A..

35 West Pine Street, Suite 221

Orlando, FL 32801

Having Been named as registered agent to accept services of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity pursuant to F.S.

607.0501.

Registered Agent Signature:



Date:

4/9/2007

ARTICLE VI

The initial board of directors shall consist of four members. This number may be increased or decreased from time to time in accordance with the Corporations's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Names

Addresses

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
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Lien M. Tran
Director

800 Gabel Street
Silver Spring, MD 20901

Hoa S. Ung
Director

800 Gabel Street
Silver Spring, MD 20901

Thauh M. Daug
Director

3028 Dumaaurier Avenue
Ottawa, Ontario K2B8J2
CANADA

Cuong Chi Dang
Director

3028 Dumaaurier Avenue
Ottawa, Ontario K2B8J2
CANADA

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

Name

Address

Hoa S. Ung

800 Gabel Street
Silver Spring MD 20901

ARTICLE VIII

The Business of the Corporation shall be conducted and managed by its board of directors, and such Board of Directors shall not consist of less than one (1) and not more than four (4) Directors. A majority of the first Board of Directors as named above shall have the power to approve and adopt the By-Laws of this corporation until their successors are named and appointed.

The qualifications, time and place of election and term of office of each Director shall be as provided in the By-Laws of the Corporation.

The Officers of this Corporation may consist of a President, Vice-President, Secretary, Treasurer, and such other officers and agents as may be provided for by the Bylaws of this Corporation, who shall be chosen, serve for such term, and have such duties as may be prescribed by such By-laws.

ARTICLE IX

No contract or other transaction between the Corporation and any other Corporations, and no act of the Corporation shall be affected in any way or invalidated by the fact that any of the Directors of the Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other Corporation. Any Director individually, or any firm in which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, provided that the fact that he or she or such firm is so interested shall be disclosed or shall have been known to the Board of Directors at which action upon such contract or transaction shall be taken; and any Director of the Corporation who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such Director or officer of such other Corporation or not so interested.

ARTICLE X

Stockholder Agreements. The Corporation and its stockholders or the Stockholders among themselves, may enter into agreements, restricting the transferability or encumbrance of the stock of the Corporation. Such agreements may confer upon the corporation or the Stockholders, or both an option of first refusal or mandatory purchase in the event of such transfer or encumbrance. Such agreements may include restrictions during the lifetime or upon

the death or legal incompetence of any Stockholder. Nothing in the Articles of Incorporation or the By-Laws shall be construed to authorize a transfer of such stock upon the books of the Corporation in violation of such agreements.

Indemnification of Directors. The Corporation shall indemnify any Director who by virtue of his being an officer or Director of this Corporation, is made a part to any action or proceeding, except when such Director is adjudged guilty of malfeasance in the discharge of his duties to the Corporation. Indemnification shall be for all reasonable expenses incurred as a result of such action or proceeding.

Director Liability. No Director shall be liable to the Corporation for any loss or damage suffered on account of any action taken or omitted in good faith, if such Director exercised the same degree of care that a prudent person would have exercised in the conduct of his own affairs.

Reimbursement of Directors. In any action or proceeding brought by or on behalf of the Corporation against a Director, which results in a decision in favor of the Director, the corporation shall reimburse the Director for all reasonable expenses incurred by him or her in the course of the action or proceedings.

ARTICLE XI

These Articles of Incorporation are amendable upon approval of the Board of Directors of proposals submitted by the Stockholders and subsequently approved at a Stockholders meeting by fifty-one (51%) percent of the stock entitled to vote.

The amending process may be suspended and amendments made upon written approval by all of the Shareholders.

ARTICLE XII

No Stockholder shall have the right to sell, assign, pledge, encumber, transfer or otherwise dispose of any of the shares of the Corporation without first offering such shares for sale to the Corporation at the net asset value thereof. Such offer shall be in writing, signed by the Stockholder, shall be sent by registered or certified mail to the Corporation for a period of (30) thirty days from the date of mailing. If the Corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the Stockholder shall have the right to dispose of his shares as he may see fit.

On the death of the Stockholder, the Corporation shall have the right to purchase all shares owned by such Stockholder immediately after his death on the terms set forth above, and this provision shall be binding on the executor, administrator, personal representative, heirs, successors and assigns of each Stockholder.

Each share certificate issued by the Corporation shall have printed or stamped thereon the following legend: "THESE SHARES ARE SUBJECT TO CERTAIN TRANSFER RESTRICTIONS IMPOSED BY THE ARTICLES OF INCORPORATION OF THE CORPORATION. A COPY OF SUCH ARTICLES IS ON FILE AT THE PRINCIPAL OFFICE OF THE CORPORATION."

The Effective Date for this Corporation shall be:

April 9, 2007

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation.

Hoa S. Ung
Incorporator

Date

Incorporator Signature: _____

Date: _____