

**Electronic Articles of Incorporation
For**

P07000129635
FILED
December 06, 2007
Sec. Of State
wcunningham

VGK VENTURE MANAGERS 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:

VGK VENTURE MANAGERS INC.

Article II

The principal place of business address:

444 BRICKEL AVENUE
SUITE 51103
MIAMI, FL. 33131

The mailing address of the corporation is:

444 BRICKEL AVENUE
SUITE 51103
MIAMI, FL. 33131

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:

10,000,000 W.PAR VALUE OF \$1.00

Article V

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

RISC CONTROL MANAGEMENT INC.
777 FLAGLER DR.
WEST TOWER - SUITE 800
WEST PALM BEACH, FL. 33401

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

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Registered Agent Signature: CHRISTIAN GALETZKA

Article VI

The name and address of the incorporator is:

RISC CONTROL MANAGEMENT INC.
777 FLAGLER DR.
WEST TOWER / SUITE 800
WEST PALM BEACH, FL 33401

Incorporator Signature: CHRISTIAN GALETZKA

Article VII

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

Title: P
MARTIN VOIGT
KURT HOFFMANN STR. 41
ZEUTHEN, DE. 15738 DE

Article VIII

The effective date for this corporation shall be:

01/01/2008