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**FLORIDA PROFIT/NON PROFIT CORPORATION
RIOMAR GROUP VENTURES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

RIOMAR GROUP VENTURES, INC.

I, the undersigned, do hereby make, subscribe, acknowledge and file these Articles of Incorporation with the Secretary of State of the State of Florida for the purpose of becoming a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be RIOMAR GROUP VENTURES, INC.

ARTICLE II

This corporation is to have perpetual existence, unless dissolved sooner according to the laws of the State of Florida.

ARTICLE III

The general nature of the business and the objects and purposes proposed to be transacted and carried on by this Corporation shall be as follows:

A. The Corporation shall be a service provider specializing in, but not limited to, services within the technology industry. This will include, application programming, system setup, all aspects of technological maintenance and support. Services will be provided primarily, but not exclusively, to Federal and local government entities.

B. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE IV

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any time shall be SEVEN THOUSAND FIVE HUNDRED (7,500) having a par

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value of ONE AND NO/00 (\$1.00) DOLLAR per share, all of which shall be common stock. Each of the shares of such stock shall entitle the holder thereof to one (1) vote at any meeting of the Stockholders. All or any part of such stock may be paid for in cash, in property, in labor, or in services, whether the services rendered prior to or after the issuance of the stock, at a fair valuation to be fixed by the Board of Directors of this Corporation, or as fixed by the Stockholders of this Corporation in the event that the Corporation may be merged by the Stockholders.

ARTICLE V

The amount of the capital with which the Corporation shall begin business is not less than FIVE HUNDRED AND NO/00 (\$500.00) DOLLARS.

ARTICLE VI

The initial business office of this Corporation shall be located at 2655 LeJeune Rd., Suite 915, Coral Gables, FL, 33134, but the Corporation shall have the power to establish such other places of business at such other locations within or without the State of Florida as may be determined or deemed expedient.

The initial Registered Agent of the Corporation shall be RAOUL GARCIA-VIDAL, 2655 LeJeune Rd., Suite 915, Coral Gables, FL, 33134.

ARTICLE VII

There shall be a Board of Directors of this Corporation which shall consist of not less than one (1) and not more than five (5) Directors. The number of Directors may be increased or decreased from time to time by the Board of Directors, or by the Corporate By-Laws, and each of the Directors shall be of full age.

A quorum for the transaction of business shall be a majority of the Directors qualified and active, and the act of the majority of the Directors shall be the act of the Corporation. Subject to the By-Laws, if any, adopted by the Stockholders, the Directors may make the By-Laws. Meetings of the Directors may be held within or without the State of Florida, and Directors need

not be Stockholders. The Board of Directors may, by Resolution, designate one (1) or more of their number to constitute an executive committee which, to the extent provided in such Resolution or in the By-Laws of the Corporation, shall have and may exercise the powers of the Board of Directors.

ARTICLE VIII

The name and street address the initial Officers and/or of Directors of the corporation, subject to these Articles of Incorporation, the By-Laws of this Corporation, and the laws of the State of Florida:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Ronald Garcia-Vidal	President, Secretary, Treasurer and Director	1315 Prospect Avenue, 1 st Floor Brooklyn, NY 11218

ARTICLE IX

The name and street address of the incorporator and subscriber to these Articles of Incorporation of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Raoul Garcia-Vidal	2655 LeJeune Road, Suite 915 Coral Gables, Florida 33134

ARTICLE X

This Corporation reserves the right to amend, alter, change or appeal any provisions contained in these Articles of Incorporation in the manner now or hereinafter described by Statute.

The Stockholder or Stockholders shall have the power to make or amend the By-Laws of this Corporation and to fix any amount to be reserved for working capital. Private property of the Stockholder or Stockholders shall not be subject to the payment of the corporate debt to any extent whatsoever. The corporation shall have a first lien on the shares of its members or members and upon dividends due them for any indebtedness of such member or members of the Corporation.

IN WITNESS WHEREOF, I, the undersigned, have made and subscribed these Articles of Incorporation at the City of Coral Gables, County of Dade, State of Florida, on the 28 day of January, 2010, for the uses and purposes last aforesaid.

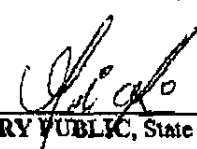

Raoul Garcia-Vidal

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
)SS
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority to take acknowledgments and administer oaths, personally appeared Raoul Garcia-Vidal, to me well known and to me personally known to be the person described herein and who executed the foregoing Articles of Incorporation of RIOMAR GROUP VENTURES, INC., and he freely and voluntarily acknowledged before me, according to the law, that he made and subscribed the same for the uses and purposes herein mentioned and set forth herein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the state and county aforesaid, this 28th day of January, 2010.


NOTARY PUBLIC, State of Florida at Large

My commission expires:

NOTARY PUBLIC STATE OF FLORIDA
Madeline Garcia
Commission # DD950717
Expires: JAN. 10, 2014
BONDED THRU ATLANTIC BONDING CO., INC.

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCEEDS WITHIN
THIS STATE, NAMING RESIDENT AGENT UPON
WHOM PROCESS MAY BE SERVED**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO Chapter 48.091 of the Florida Statutes, the following is submitted in
compliance with said act:

THAT RIOMAR GROUP VENTURES, INC., desiring to organize under the laws of the
State of Florida, with its principal place of business located at 2655 LeJeune Rd., Suite 915, Coral
Gables, FL, 33134, has named Raoul Garcia-Vidal, located at 2655 LeJeune Rd., Suite 915, Coral
Gables, FL, 33134, as its registered Agent to accept process within the State of Florida.

BY:


RAOUL GARCIA-VIDAL
Registered Agent

ACKNOWLEDGEMENT

HAVING BEEN MADE TO ACCEPT Service of Process for the above named
Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and
agree to comply with the provisions of said act in regard to keeping open said office.

BY:


RAOUL GARCIA-VIDAL

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