

12/21/11

Division of Corporations

Florida Department of State

Division of Corporations

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H11000298697 3)))



H110002986973ABCA

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : JOEL BERNSTEIN
Account Number : I20000000041
Phone : (305) 409-4500
Fax Number : (786) 513-8522

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: dredeker@live.com

**FLORIDA PROFIT/NON PROFIT CORPORATION
SEG VENTURE GROUP, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

K 01/04/12

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12 JAN -3 PM 4:37

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12 JAN -3 PM 12:53

H110002986973

**ARTICLES OF INCORPORATION
OF
SEG VENTURE GROUP, INC.**

* * *

**ARTICLE 1
Name**

The name of the corporation is **SEG VENTURE GROUP, INC.**

**ARTICLE 2
Purpose**

The purpose or purposes of the Corporation shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE 3
Capital Stock**

Section 1. The total number of shares of stock which the Corporation shall have the authority to issue shall be 20,000,000 shares of Common Stock with a par value of \$.0001 per share.

**ARTICLE 4
Right to Amend or Repeal Articles**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation or any amendment hereto, in the manner now or hereafter prescribed by statute, and all rights and powers herein conferred on shareholders are granted subject to this reserved power.

**ARTICLE 5
Indemnification of Directors and Officers**

Section 1. Indemnification. The Corporation shall indemnify its current and former directors and officers against liabilities, damages, settlements and expenses (including reasonable attorneys' fees) incurred in connection with or arising out of the Corporation's affairs to the fullest extent allowed by applicable law, and shall advance such expenses to any such persons as incurred.

Section 2. Effect of Modification. Any repeal or modification of any provision of this Article 5 by the shareholders of the Corporation shall not adversely affect any right to indemnification of a director or officer of the Corporation existing at the time of such repeal or modification.

H110002986973

FILED
12 JAN -3 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H110002986973

Section 3. Liability Insurance. The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent to another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against liability under the provision of this Article 5.

Section 4. No Rights of Subrogation. Indemnification hereunder and under the Bylaws shall be a personal right and the Corporation shall have no liability under this Article 5 to any insurer or any person, corporation, partnership, association, trust or other entity (other than the heirs, executors or administrators of such person) by reason of subrogation, assignment or succession by any other means to the claim of any person to indemnification hereunder or under the Corporation's Bylaws.

ARTICLE 6
Severability

In the event any provision (including any provision within a single article, section, paragraph or sentence) of these Articles should be determined by a court of competent jurisdiction to be invalid, prohibited or unenforceable for any reason, the remaining provisions and parts hereof shall not be in any way impaired and shall remain in full force and effect and enforceable to the fullest extent permitted by law.

ARTICLE 7
Principal Office, Registered Office, Registered Agent

The address of the principal office of this Corporation is 2105 Avenue B, Bradenton Beach, FL 34217. The address of the initial registered office of this Corporation is 2105 Avenue B, Bradenton Beach, FL 34217 and the name of the initial registered agent of this Corporation at that address is David Redeker.

ARTICLE 8
Incorporator

The name and address of the person signing these Articles is David Redeker with an address of 2105 Avenue B, Bradenton Beach, FL 34217.

ARTICLE 9
Initial Director and Officer

David Redeker shall be the initial director and President of this Corporation.

H110002986973

FILED
12 JAN -3 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H110002986973

ARTICLE 10
Elections

The corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, related to affiliated transactions. The corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, related to control share acquisitions.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of December 2011.

The undersigned, having been named as registered agent to accept service of process for this Corporation at the place designated herein, is familiar with and accepts the duties and obligations as registered agent for this Corporation and agrees to act in this capacity.

By: 

David Redeker, Incorporator and
Registered Agent

FILED
12 JAN -3 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H110002986973