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GROUP, INC

FLORIDA PROFIT/NON PROFIT CORPORATION MARTINELLI GROUP, INC.

MARTINELLI ACCREDITATION \$74.75

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February 20, 2012

FLORIDA DEPARTMENT OF STATE Division of Corporations

CHERRY & EDGAR PA

SUBJECT: MARTINELLO GROUP, INC. — MARTINELLI ACCREDITATION GROUP, REF: W12000009822

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is L11000008541 MARTINELLI GROUP, LLC.

If you have any further questions concerning your document, please call (850) 245-6052.

Justin M Shivers Regulatory Specialist II New Filing Section FAX Aud. #: H12000043530 Letter Number: 612A00007414

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION OF MARTINELLI ACCREDITATION GROUP, INC.

ARTICLE I Name

The name of the corporation is MARTINELLI ACCREDITATION GROUP, INC., and its principal business address 2300 North Dixie Highway, West Palm Beach, Florida 33407

ARTICLE II Duration

This corporation shall have perpetual existence.

ARTICLE III Purpose

This corporation is organized for the transaction of any and all lawful business as allowed under the laws of the State of Florida with respect to corporations, as those laws now exist or as they may hereafter provide.

THIS DOCUMENT WAS PREPARED BY:

Melissa M. Smith, Esq. CHERRY, EDGAR & SMITH, P.A. Square Lake South 8409 Military Trail, Suite 123 Palm Beach Gardens, Florida 33410 (561) 471-7767 (Telephone) (561) 471-7974 (Facsimile)

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ARTICLE IV Capital Stock

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 8409 North Military Trail, Suite 123, West Palm Beach, Florida 33406, and the name of the initial registered agent of this corporation at the address is Melissa M. Smith.

ARTICLE VI Incorporators

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

Melissa M. Smith

8409 North Military Trail

Suite 123

Palm Beach Gardens, FL 33410

ARTICLE VII Directors/Officers

The name and address of the sole director and officer of this corporation is:

Paul Martinelli

2300 North Dixie Highway West Palm Beach, FL 33407

ARTICLE VIII Powers

This corporation shall have all of the corporate powers enumerated in Florida Statutes Section 607.0302.

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ARTICLE IX Indemnification

This corporation shall, to the fullest extent permitted by the provisions of Florida Statutes

Section 607.0850, as the same may be amended and supplemented, indemnify any and all

persons whom it shall have power to indemnify under said provision from and against any and

all of the expenses, liabilities or other matters referred to in or covered by said provisions, and

the indemnification provided for herein shall not be deemed exclusive of any other rights to

which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or

disinterested directors or otherwise, both as to action in his official capacity and as to action in

another capacity while holding such office, and shall continue as to a person who has ceased to

be a director or officer, and shall inure to the benefit of the heirs, executors and administrators

of such a person.

ARTICLE X Amendment

This corporation reserves the right to amend or repeal any provisions contained in these

Articles of Incorporation, or any amendment hereto, and any right conferred upon the

shareholder(s) is subject to this reservation.

ARTICLE XI **Bylaws**

The bylaws may be adopted, altered, amended, or repealed by either the shareholders

or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw

adopted by shareholders if the shareholders specifically provide such bylaw is not subject to

amendment or repeal by the directors.

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ARTICLE XII <u>Beginning of Corporate Existence</u>

Corporate existence shall begin upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of

Incorporation this 17th day of February, 2012.

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

Melissa M. Smith

DATE: <u>February 17, 2012</u>