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Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT/NON PROFIT CORPORATION  
T.E.S. FLORIDA GROUP, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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October 5, 2012

FLORIDA DEPARTMENT OF STATE

Division of Corporations

EMPIRE CORPORATE KIT COMPANY

SUBJECT: T.E.S. FLORIDA GROUP, INC.  
REF: W12000051233

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 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 L10000091380--TES GROUP, LLC.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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

Ruby Dunlap  
Regulatory Specialist II  
New Filing Section

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P.O BOX 6327 - Tallahassee, Florida 32314

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## La CP si rivolge a noi

**ARTICLES OF INCORPORATION**  
**OF**

**T.E.S. FLORIDA INVESTMENTS GROUP INC.**

The undersigned, ANTONINO SCIVOLETTO, acknowledges and files in the Office of the Secretary of State of the State of Florida, for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

**I**

**NAME AND ADDRESS:**

The name of this Corporation shall be:

**T.E.S. FLORIDA INVESTMENTS GROUP INC.**

The principal and mailing address of the Corporation will be:

22 Rolling Court  
King City, Ontario Canada L7B 1E8

## II

**BUSINESS:**

**The general nature of the business and businesses to be transacted are as follows:**

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida or the United States.

Without in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, or for the purpose

of accomplishing any of the objects hereinabove mentioned shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things, and to exercise any and all other powers, either as principal, agent or broker, conferred by the laws of the State of Florida upon corporations formed under the laws of said State and which now or hereafter may be authorized by law.

### III

#### SHARES:

The authorized capital stock of this Corporation shall consist of: 1,000 shares of common stock, \$1.00 par value.

### IV

#### EXISTENCE:

The Corporation shall have perpetual existence.

### V

#### REGISTERED OFFICE AND REGISTERED AGENT:

The initial street address of the Corporation's initial registered office is 16375 Northeast 18th Avenue, Suite 225, North Miami Beach, Florida 33162. The initial Registered Agent for the Corporation is IRA R. SHAPIRO located at the initial registered office address of the Corporation.

VI

DIRECTORS:

The Corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for one year, or until their successors have been duly elected and qualified.

VII

FIRST BOARD:

The following shall constitute the first Board of Directors of the Corporation:

NAME

ADDRESS

ANTONINO SCIVOLETTO

22 Rolling Court  
King City, Ontario Canada L7B 1E8

VIII

INCORPORATOR:

The name and address of the initial Incorporator of the Corporation is as follows:

NAME

ADDRESS

ANTONINO SCIVOLETTO

22 Rolling Court  
King City, Ontario Canada L7B 1E8

IX

GENERAL PROVISIONS:

(a) The private property of the Stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.

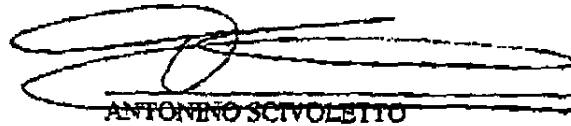
(b) Subject to the provisions and conditions of this Article, the Corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its

Capital stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.

(c) A Director of the Corporation may transact business, borrow, lend, or otherwise deal or contract with the Corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.

(d) The Corporation shall indemnify each Director and Officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an Officer or Director of the Corporation (whether or not he continues to be an Officer or Director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States.

SUBSCRIBED this 1<sup>st</sup> day of OCTOBER, 2012.

  
ANTONINO SCIVOLETTO

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**T.E.S. FLORIDA INVESTMENTS GROUP INC.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That **T.E.S. FLORIDA INVESTMENTS GROUP INC.** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Miami, County of Miami-Dade, State of Florida, has named **IRA R. SHAPIRO**, located at 16375 Northeast 18th Ave., Suite 225, N. Miami Beach, FL 33162, County of Dade, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above-stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY:

  
IRA R. SHAPIRO, Registered Agent

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