

To, whom it may concern

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Thank You

David Villanoy

David Villanoy

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
Surf Group, Inc.

The undersigned, acting as a subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby files these Articles of Incorporation to form a Corporation under the Laws of the State of Florida.

ARTICLE I. TERM: The Corporation shall have perpetual existence.

ARTICLE II. NAME: The name of the Corporation shall be Surf Group, Inc.

ARTICLE III. PURPOSE: The purposes for which the Corporation is formed, the nature of its business, and objectives to be carried on and promoted by it, are as follows, to wit:

(a) To transact any lawful business for which Corporations may be incorporated under the Florida General Corporation Act and under the laws of the United States of America.

(b) To do such other things as are incidental to the foregoing, or necessary or desirable, in order to accomplish the objectives of the above stated purpose.

ARTICLE IV. CAPITAL STOCK: The maximum number of shares that this Corporation is to have outstanding at any one point in time is ONE HUNDRED (100) shares of common stock, having a nominal or par value of ONE AND NO/100 DOLLAR (\$1.00) per share.

ARTICLE V. PRINCIPAL BUSINESS ADDRESS: The initial address of the principal office of the Corporation shall be located at 1520 Latham Road, Suite 3, West Palm Beach, FL 33409.

ARTICLE VI. REGISTERED AGENT AND REGISTERED OFFICE: The Registered Agent for the Corporation shall be David Villandry, and the registered agents office shall be located at 1520 Latham Road, Suite 3, West Palm Beach, FL 33409 or such other person, or such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State in accordance with the procedures as prescribed by the Florida General Corporation Act.

ARTICLE VII. DIRECTORS: Initially, the Corporation shall have two (2) Directors. The Corporation shall have not less than one (1) director, nor more than five (5) directors as set forth in the By-Laws of the Corporation. The number of the directors of the Corporation may be increased from time to time, pursuant to the prescribed procedures as set forth in the By-Laws.

ARTICLE VIII. FIRST BOARD OF DIRECTORS: The first Board of Directors of this Corporation, their names and street addresses as stated below, shall hold office until their successors have been elected and qualified, subject to these Articles of Incorporation, and By-Laws of this Corporation, in addition to the Laws of the State of Florida, to wit:

Mr. David Villandry  
148 South Hampton Drive  
Jupiter, FL 33458, USA

Mrs. Nancy Villandry  
148 South Hampton Drive  
Jupiter, FL 44458, U.S.A.

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**ARTICLE IX. INITIAL OFFICERS:** The initial officers of the Corporation, their names and street addresses as stated below, shall hold office until their successors have been elected and qualified, subject to these Articles of Incorporation, and By-Laws of this Corporation, in addition to the Laws of the State of Florida, to wit:

Mr. David Villandry  
148 South Hampton Drive  
Jupiter, FL 33458, USA

Mrs. Nancy Villandry  
148 South Hampton Drive  
Jupiter, FL 44458, U.S.A.

**ARTICLE X. SUBSCRIBER:** The name and street address of the subscriber to these Articles of Incorporation is, to wit:

Mr. David Villandry  
148 South Hampton Drive  
Jupiter, FL 33458, USA

**ARTICLE XI. TELEPHONE MEETING:** Members of the Board of Directors, or of any executive committee thereof, shall be deemed to be present at any meeting of such board of executive committee if a conference of such meeting is held, through the use of a telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other at the same time through such devices.

**ARTICLE XII. AMENDMENTS:** These Articles of Incorporation and the By-Laws of this Corporation shall only be amended, modified, repealed upon the vote of a fifty-one percent (51%), majority of the shareholders of this Corporation entitled to vote thereon.

**ARTICLE XIII. CONTRACTS:** No contracts between this Corporation, and another Corporation, or another individual, shall be invalidated by reason of the fact that one or more of the officers, directors or shareholders of this Corporation may be an officer, director or shareholder of, or have any other interest in said other Corporation, or entity, or be reason of the fact that one or more of the officers, directors or shareholders of this Corporation may be the other individual, or entity contracting with this Corporation.

**ARTICLE XIV. INDEMNIFICATION OF OFFICERS AND DIRECTORS:** Every officer and director, now or hereinafter serving in such capacity, shall be indemnified and held harmless by the Corporation for all claims and liabilities to third person(s) arising out of the operation of this Corporation, including but not limited to any judgment, award, settlement, reasonable attorney's fees and other judgment, award, settlement, reasonable attorney's fees and other costs and expenses incurred in connection with the defense of, or any actual or threatened action, proceedings or claims, except those claims and liabilities which arise out of the fraud, willful misconduct or gross negligence of such officer or director.

Further, the officers and directors of the Corporation shall not have any liability to the Corporation, or any shareholder of the Corporation, for any loss suffered by the Corporation arising out of any action or inaction of such officer or director, unless such action or inaction of such officer or director was performed or admittedly fraudulent, or in bad faith, or constituted wanton and willful misconduct or gross negligence of such officer or

director's duties. The foregoing rights of indemnification and limitation of liability, shall be in addition to and not exclusive to the rights of which each such officer or director may be entitled to under the law and By-Laws of this Corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation for the purposes as expressed therein, this 5 day of January, 1995. (DIP)

David Villandry  
David Villandry

With the Notary Public # 44 3174531540

STATE OF FLORIDA)

SS

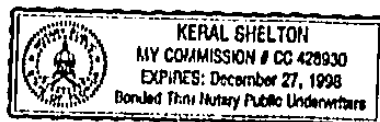
COUNTY OF PALM BEACH)

BEFORE ME, The undersigned authority, this day, personally appeared, DAVID VILLANDRY, and he acknowledged before me that he executed the foregoing Articles of Incorporation for the purposes as expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5 day of JAN, 1995. (DIP)

Keral Shelton  
Notary Public, State of Florida  
at Large

My Commission Expires:



ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above named Corporation at the place designated on these Articles of Incorporation, I by these presents hereby agree to accept to act in such capacity and agree to comply with the provisions of said act, relative to keeping the office of the registered agent open during the hours as prescribed by the Florida Statute.

David Villandry 1/5/95  
REGISTERED AGENT - DAVID VILLANDRY