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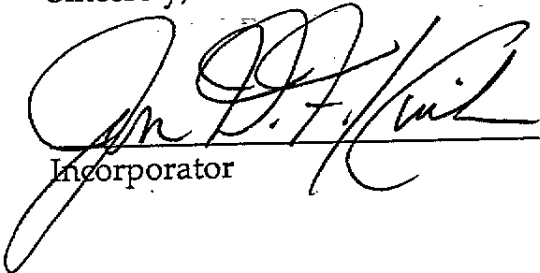
The Fathers Group, Inc.
9533 NE 2nd AV, Suite 100
Miami Shores, FL 33138

January 19, 1999

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Enclosed you will find the Articles of Incorporation for, THE FATHERS GROUP
INC., and a Check for 122.50 made payable to the Department of State.

Sincerely,


Incorporator

100002748591--0
-01/20/99--01094--010
****122.50 *****78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 20 PM 6:11

1-25
W.C.

ARTICLES OF INCORPORATION

OF

THE Fathers Group, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 20 PM 6:11

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

ARTICLE I

IDENTIFICATION

The name of this corporation is The Fathers Group, Inc.

ARTICLE II

DURATION

The corporation shall have perpetual existence which shall commence at the date of the filing of these Articles with the Secretary of State.

ARTICLE III

PURPOSES

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

AUTHORIZED SHARES

The capital stock of this corporation shall consist of 3,000 Shares of Common Stock of One Dollar (\$1.00) par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. There shall be no preemptive right granted to the stockholders with respect to the shares of the

corporation. On dissolution or liquidation of the corporation, holders of the stock shall be entitled to distribution ratable as their holdings may appear upon the stock record of the corporation.

ARTICLE V

REGISTERED AGENT AND OFFICE AND PRINCIPAL ADDRESS

The initial registered agent of this corporation and his principal address is as follows: ^(suite 100)
9533 N.E. 2ND AVENUE, MIAMI SHORES, FLA 33138

ARTICLE VI

BOARD OF DIRECTORS

1. The number of Directors of this corporation shall not be less than one (1) nor more than five (5).

2. The corporation shall initially have one Director. His name and address is as follows: ^(Suite 100)
JON W.F. KUIKEN 9533 N.E. 2ND AVENUE MIAMI SHORES, FL 33138

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is as follows: ^(Suite 100)
JON W.F. KUIKEN 9533 N.E. 2ND AVENUE, MIAMI SHORES
FLA 33138

ARTICLE VIII

ADDITIONAL PROVISIONS

No other provisions shall be set forth in these Articles of Incorporation for the regulation of the business and/or the conduct of affairs.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Miami, Dade County, Florida for the uses and purposes aforesaid this 19th day of JANUARY, 1999.

Jon W. F. Kuiken
Incorporator

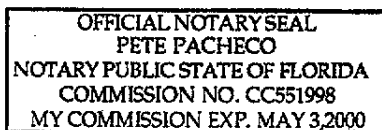
STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared, Jon W. F. Kuiken, who is to me well known to be the person described in and who subscribed the above and foregoing Articles of Incorporation, and he has freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at Miami, Dade County, Florida, on this 19th day of JANUARY, 1999.

Pete Pacheco
NOTARY PUBLIC, State of Florida



(Print, Type, or Stamped
Commissioned Name of Notary
Public)

Commission Number

Personally Known ☒ or
Produced Identification _____
Type of Identification Produced: _____

Did Take Oath _____ or Did Not Take Oath ☒

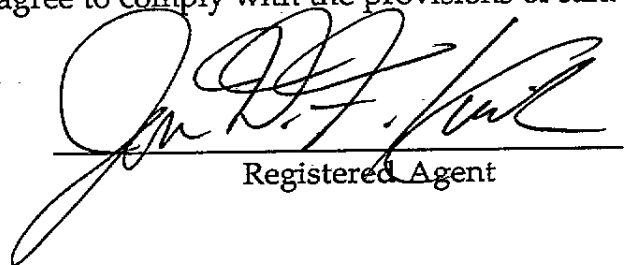
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 607, Florida Statutes, the following is submitted in compliance with said Act:

The Fathers Group, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in Dade County, Florida, has named Jon W.F. Kuiken as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

I, Jon W.F. Kuiken, 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 I agree to comply with the provisions of said Act relative to keeping open said office.


Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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