

999000025394



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 174389 109928A

AUTHORIZATION :

COST LIMIT : \$ 70,000.00 *Patricia P. P.*

ORDER DATE : March 18, 1999

ORDER TIME : 3:07 PM

ORDER NO. : 174389-010

CUSTOMER NO: 109928A

CUSTOMER: Joseph C. Moffa, Esq
MOFFA & MOFFA, P.A.
MOFFA & MOFFA, P.A.
One Financial Plaza, Ste 2202
100 S.e. Third Avenue
Ft. Lauderdale, FL 33301

RECEIVED

99 MAR 18 PM 3:07

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 18 PM 12:53

DOMESTIC FILING

NAME: POLONIA GROUP, INC.

300002811293-3

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

g 3/19/99

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ARTICLES OF INCORPORATION
of
POLONIA GROUP, INC.

ARTICLE I - Name and Address

The Name of this corporation is POLONIA GROUP, INC. (hereafter referred to as the Corporation). The Corporation's principal address is One Financial Plaza, Suite 2202, Ft. Lauderdale, Florida 33394.

ARTICLE II - Duration

This Corporation shall have perpetual existence commencing on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE III - Purpose

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Powers

This Corporation shall have all the powers conferred upon corporations organized under the laws of the Florida Statutes.

ARTICLE V - Capital Stock

This Corporation is authorized to issue 25,000,000 shares of no par value common stock.

ARTICLE VI - Pre-emptive Rights

Every shareholder, upon the issuance of any new stock of this Corporation of the same kind, class or series of that which he already holds, shall have the right to purchase his pro-rata share at the price at which it is offered to the others.

ARTICLE VII- Initial Registered Agent and Office

The street address of the initial registered office and agent of this Corporation is The Law Offices of Moffa & Moffa P.A., One Financial Plaza, Suite 2202, Ft Lauderdale, Florida 33394, and the name of the initial registered agent of this Corporation, at that address, is Joseph C. Moffa.

ARTICLE VIII - Initial Board of Directors

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial director of this Corporation is:

Joseph C. Moffa
One Financial Plaza, Suite 2202
Fort Lauderdale, Florida 33394

ARTICLE IX- Incorporators

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

Joseph C. Moffa
One Financial Plaza, Suite 2202
Fort Lauderdale, Florida 33394

ARTICLE X - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI - Indemnification

The Corporation shall indemnify an officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII - Registered Agent

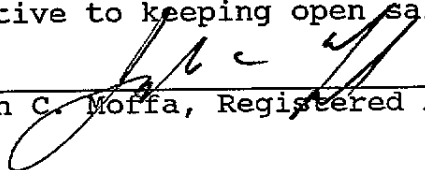
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with this Act:

FIRST -- That POLONIA GROUP, INC., desiring to organize under the laws of the State of Florida with it's principal office, as indicated in these Articles of Incorporation, at the City of Fort Lauderdale, County of Broward, has named Joseph C. Moffa located at, The Law Offices of Moffa & Moffa P.A., One Financial Plaza, Suite 2202, Ft Lauderdale, Florida 33394 as its agent for service of process within this state.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

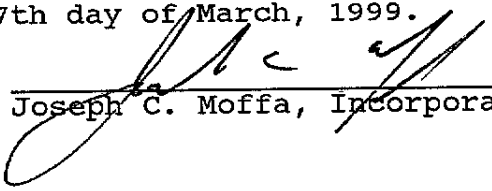
99 MAR 18 PM 12:53

ACKNOWLEDGEMENT -- Having been named to accept service for the above named corporation, at the 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.



Joseph C. Moffa, Registered Agent

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17th day of March, 1999.

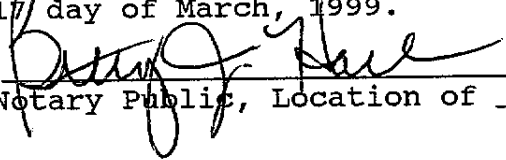


Joseph C. Moffa, Incorporator

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Joseph C. Moffa who is personally known to me or who has produced a driver's license as identification to be the person who executed the forgoing Articles of Incorporation and he acknowledged before me that he executed said instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the location aforesaid this 17 day of March, 1999.



Notary Public, Location of _____

My Commission Expires:

