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Florida Department of State

Division of Corporations

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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FLORIDA PROFIT CORPORATION OR P.A.

the union group, inc.

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ARTICLES OF INCORPORATION
OF

THE UNION GROUP, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is **THE UNION GROUP, INC.**

ARTICLE II

The existence of the corporation shall begin on August 17th, 1999.

ARTICLE III

The street address of the principal office of the Corporation is 2800 Biscayne Blvd. Suite 400, Miami, Florida, 33137.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 2800 Biscayne Blvd., Suite 900, Miami, Florida, 33137. The initial registered agent for the Corporation at that address is **RICHARD O. DANSON.**

ARTICLE VI

The initial board of directors shall consist of three (3) members. The names and address of the persons who will serve on the initial board of directors are:

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LAW OFFICES

RICHARD O. DANSON, L.L.M. • PICASSO TOWER • 2800 BISCAYNE BOULEVARD • SUITE 900 • MIAMI, FLORIDA 33137
TEL: (305) 573-7444 • FAX: (305) 573-7680

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<u>Name</u>	<u>Address</u>
OSCAR LEWIS THOMAS	2800 Biscayne Blvd. Suite 400, Miami, Florida, 33137.
RICHARD O. DANSON	2800 Biscayne Blvd. Suite 400, Miami, Florida, 33137.
THEODORA BRYANT	2800 Biscayne Blvd. Suite 400, Miami, Florida, 33137.

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation is:

<u>Name</u>	<u>Address</u>
RICHARD O. DANSON,	2800 Biscayne Blvd. Suite 400, Miami, Florida, 33137.

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 17th day of August, 1999.


RICHARD O. DANSON

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for
THE UNION GROUP, INC., at the place designated in the articles of
 incorporation, the undersigned is familiar with and accepts the
 obligations of that position pursuant to F.S.607.0501(3).


 RICHARD O. DANSON

Date: August 17th, 1999.

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