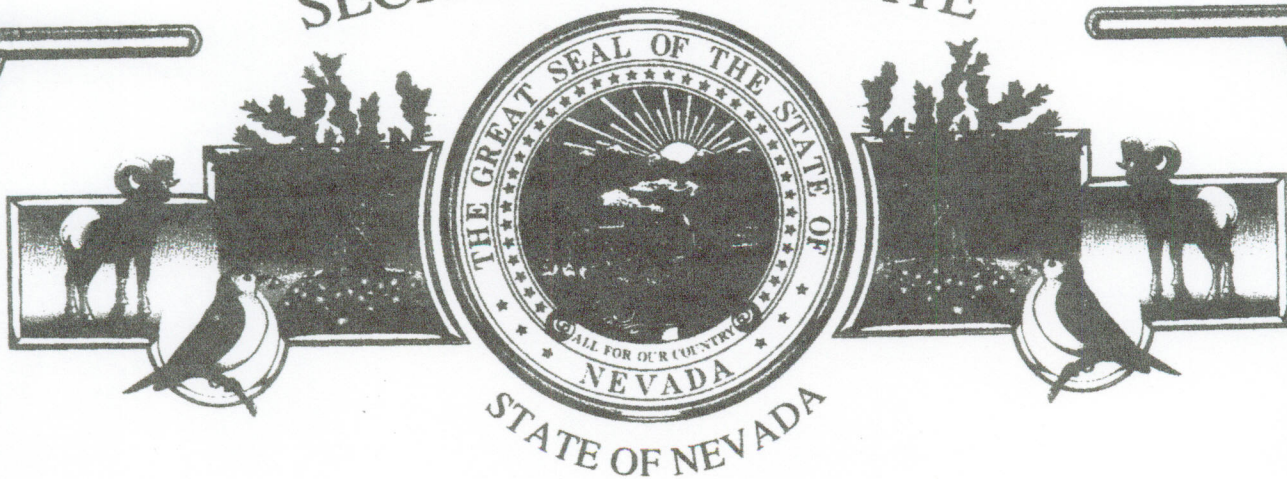


SECRETARY OF STATE



CORPORATE CHARTER

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that **INVICTA GROUP INC** did on **JUNE 1, 2000**, file in this office the original Articles of Incorporation; that said Articles are now on file and of record in the office of the Secretary of State of the State of Nevada, and further, that said Articles contain all the provisions required by the law of said State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Las Vegas, Nevada, on **JUNE 1, 2000**.



Dean Heller

Secretary of State

By *Laurie M. Burgess*


Certification Clerk

91-2051923

Filing # C15312-00

JUN 6 2000

TAXES PAID


DEAN HELLER
 Secretary of State

 101 North Carson Street, Suite 3
 Carson City, Nevada 89701-4786
 (775) 684 5708

Articles of Incorporation

(PURSUANT TO NRS 78)

Important: Read attached instructions before completing form.

INVICTA GROUP INC

1. Name of Corporation:
2. Resident Agent Name and Street Address:

If the resident agent is a corporation, give the name and address of the corporation.

3. Shares:

No. of shares corporation is authorized to issue

4. Names, Addresses, Number of Board of Directors/Trustees:

 The First Board of Directors/Trustees shall consist of 1 members whose names and addresses are as follows:

 1. RICHARD DAVID SCOTT
 Name 120 GRANVILLE AVE LOS ANGELES CA 90049
 Street Address City State Zip Code

 2. _____
 Name _____ City _____ State _____ Zip Code _____
 Street Address _____

 3. _____
 Name _____ City _____ State _____ Zip Code _____
 Street Address _____

 4. _____
 Name _____ City _____ State _____ Zip Code _____
 Street Address _____

The purpose of this Corporation shall be:

5. Purpose:

Corporation - See instructions.

6. Other Matters:

See instructions.

7. Names, Addresses and Signatures of Incorporators:

Attach additional pages if there are more than 2 incorporators.

 Number of additional pages attached: NONE
RICHARD DAVID SCOTT
 Name 120 GRANVILLE AVE
 Address

Richard Scott
 Signature LOS ANGELES CA 90049
 City State Zip Code

 Name _____ Signature _____
 Address _____ City _____ State _____ Zip Code _____

8. Certificate of Acceptance of Appointment of Resident Agent:

 I, RANDOLPH LAY

hereby accept appointment as Resident Agent for the above named corporation.

R. Randolph Lay
 Signature of Resident Agent

June 1, 2000
 Date



DEAN HELLER
Secretary of State

202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684 5708



Office Use Only:

FILED # C1531200

SEP 11 2001

OFFICE OF
DEAN HELLER SECRETARY OF STATE

Important: Read attached instructions before completing form.

Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations
(Pursuant to NRS 78.380 - Before Issuance of Stock)
- Remit in Duplicate -

1. Name of corporation: INVICTA GROUP INC

2. The articles have been amended as follows (provide article numbers, if available):

ARTICLE 3 NUMBER OF SHARES
1000.000 PAR VALUE .001

3. The undersigned declare that they constitute at least two-thirds of the incorporators (check)
☒ or of the board of directors (check) _____.

4. The undersigned affirmatively declare that to the date of this certificate, no stock of the corporation has been issued.

5. Signatures:

David Scott

Signature

Signature

IMPORTANT: Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.



DEAN HELLER
Secretary of State

202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684 5708



Office Use Only

FILED # C 15-312-00

JUL 31 2002

DEAN HELLER, SECRETARY OF STATE

Important: Read attached instructions before completing form.

Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations
(Pursuant to NRS 78.380 - Before Issuance of Stock)
- Remit in Duplicate -

1. Name of corporation: INVICTA GROUP INC

2. The articles have been amended as follows (provide article numbers, if available):

ARTICLE 3 NUMBER OF SHARES

50,000.000 PAR VALUE \$.001

3. The undersigned declare that they constitute at least two-thirds of the incorporators (check) ☒, or of the board of directors (check) ☐.

4. The undersigned affirmatively declare that to the date of this certificate, no stock of the corporation has been issued.

5. Signatures:

David Scott

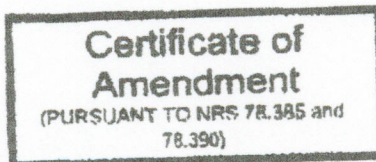
Signature

Signature

IMPORTANT: Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.



DEAN HELLER
Secretary of State
202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684-5708



Certificate of
Amendment
(PURSUANT TO NRS 78.385 and
78.390)

Office Use Only

FILED # C15312-00

DEC 23 2002

IN THE OFFICE OF
Dean Heller
DEAN HELLER, SECRETARY OF STATE

Important: Read attached instructions before completing

Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations
(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)
- Remit in Duplicate -

1. Name of corporation: INVICTA GROUP INC

2. The articles have been amended as follows (provide article numbers, if available).

ARTICLE 3 NUMBER OF SHARES AUTHORIZED

90,000,000 COMMON SHARES

10,000,000 PREFERRED SHARES

100,000,000 SHARE TOTAL PAR VALUE \$.001

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 75%

4. Officer Signature (Required):

Dean Heller

12-04-02

* If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.

(PROFIT) ANNUAL LIST OF OFFICERS, DIRECTORS AND RESIDENT AGENT OF

FILE NUMBER

C-15312-2000

Invicta Group Inc

(Name of Corporation)

A Nevada

(State of Incorporation)

CORPORATION

FOR THE FILING PERIOD 06-01-2002

TO 05-31-2003

The corporation's duly appointed resident agent in the State of Nevada upon whom process can be served is:

MARILYN STEWART
843 MISSION DRIVE
HENDERSON, NV 89015

☐ IF AGENT INFORMATION HAS CHANGED, PLEASE SEE ATTACHED INSTRUCTIONS ON HOW TO OBTAIN THE APPROPRIATE FORM.

Office Use Only

Important. Read instructions before completing and returning this form.

1. Print or type names and addresses either residence or business, for all officers and directors. A president, secretary, treasurer and at least one director must be named. Have an officer sign the form.
2. If there are additional directors attach a list of them to this form.
3. Return the completed form with the \$85.00 filing fee. A \$50.00 penalty must be added for failure to file this form by the last day of the anniversary month of the incorporation/initial registration with this office.
4. Make your check payable to the Secretary of State. Your cancelled check will constitute a certificate to transact business per NRS 78.155. If you need a receipt, return page 2 certificate and ENCLOSE A SELF-ADDRESSED STAMPED ENVELOPE. To receive a certified copy, enclose a copy of this completed form, an additional \$20.00 and appropriate instructions.
5. Return the completed form to: Secretary of State, 202 North Carson Street, Carson City, NV 89701-4201 (775) 684-5708.

FILING FEE: \$85.00

LATE PENALTY: \$50.00

NAME WILLIAM G. FORHAN	TITLE(S) PRESIDENT	CITY POMPAÑO BEACH	ST FL	ZIP 33062
PO BOX 1000 SOUTH OCEAN BLVD #16F				
NAME MERCEDES HENZE	TITLE(S) SECRETARY	CITY MIAMI BEACH	ST FL	ZIP 33140
PO BOX 5700 COLLINS AVE # 10J				
NAME RICHARD DAVID SCOTT	TITLE(S) TREASURER	CITY AVENTURA	ST FL	ZIP 33180
PO BOX 19667 TURNBERRY WAY #24A				
NAME	TITLE(S) DIRECTOR	CITY	ST	ZIP
PO BOX				
NAME	TITLE(S) DIRECTOR	CITY	ST	ZIP
PO BOX				
NAME	TITLE(S) DIRECTOR	CITY	ST	ZIP
PO BOX				

I declare, to the best of my knowledge, under penalty of perjury, that the above mentioned entity has complied with the provisions of chapter 364A of NRS.

X Signature of officer

Title(s)

PRESIDENT

Date

12-04-2002

Dec-02-05 02:41P
Nov-26-05 03:48P

P.02

P.04

FILED # C5312-00

DEC 23 2002

IN THE OFFICE OF
DEAN HELLER, SECRETARY OF STATE

DEAN HELLER
Secretary of State
202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684-5718

**Certificate of
Amendment**

(PURSUANT TO NRS 78.385 and
78.390)

Important: Read attached instructions before completing

**Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations**
(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)
- Return in Duplicate -

1. Name of corporation: **INVOKTA GROUP INC**

2. The articles have been amended as follows (provide article numbers, if available).

ARTICLE 1: NUMBER OF SHARES AUTHORIZED

90,000,000 COMMON SHARES

10,000,000 PREFERRED SHARES

100,000,000 Shares Total Par Value \$.001

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 75%.

4. Other Signatures (Required):

Dean Heller

12-04-02

* If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.



DEAN HELLER
Secretary of State

202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684 5708

**Certificate of
Amendment**
(PURSUANT TO NRS 78.385 and
78.390)

Office Use Only:

Important: Read attached instructions before completing

Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations
(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)
- Remit in Duplicate -

1. Name of corporation: INVICTA GROUP INC

C-15312-2000

2. The articles have been amended as follows (provide article numbers, if available):

ARTICLE 3 :NUMBER OF SHARES AUTHORIZED

90,000.000 COMMON SHARES

10,000.000 PREFERRED SHARES

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 75% *

4. Officer Signature (Required):

David Scott

12-04-02

* If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.