

This instrument prepared by:
Joshua A. Andrews, esq.
The Outsourced Associate, LLC
One Perimeter Park South, Suite 100N
Birmingham, AL 35243

RESTATED ARTICLES OF INCORPORATION OF THE MICROFIT GROUP, INC.

Pursuant to the provisions of Alabama Business and Non-Profit Entities Code, the Microfit Group, Inc. the following Restated Articles of Incorporation were unanimously adopted by the Board of Directors and all outstanding shares able to vote on the date stated below. The number of shares issued and outstanding at the time of the vote was 6,666.66. The number of shares entitled to vote on these Restated Articles of Incorporation was 6,666.66. The number of shares that voted for these Restated Articles of Incorporation was 6,666.66:

ARTICLE I NAME

The name of the Corporation shall be The MicroFit Group, Inc. ("the Corporation").

ARTICLE II DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III PURPOSE


The Corporation has been organized for the purpose of providing organizational, operational, marketing and other consulting services to small businesses and to engage in any other lawful business.

ARTICLE IV AUTHORIZED SHARES

The Corporation is authorized to issue 20,000 shares of voting common stock. All stock shall be Common Stock having no par value.

ARTICLE V LOCATION OF REGISTERED OFFICE AND NAME OF REGISTERED AGENT

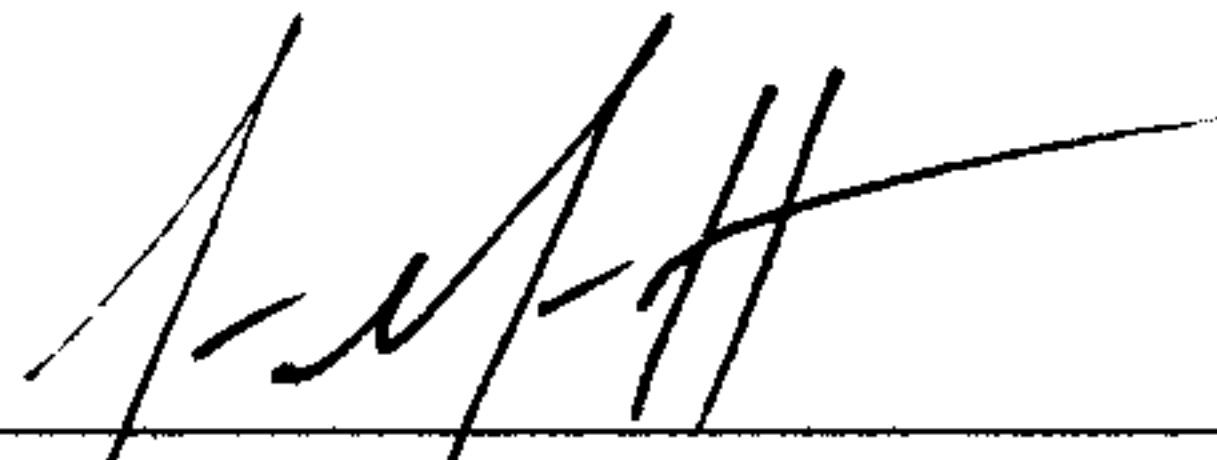
The Corporation's registered office was 111 Village Street, Suite 206 Birmingham, Alabama 35242. The Corporation's registered office shall now be One Perimeter Park South, Suite 100N Birmingham, Alabama 35243. The Corporation's registered agent was Charles Michael Frusterio. The Corporation's registered agent shall now be The Outsourced Associate, LLC.


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ARTICLE VI BYLAWS

Any provision not inconsistent with the Alabama Business and Non-Profit Entities Code or these Restated Articles of Incorporation may be set forth in the Bylaws of the Corporation, which shall be executed by the initial current shareholders and may be amended only by unanimous consent and approval of all Shareholders of the Corporation at the time of amendment.

The undersigned, being the President of the Corporation executes these restated articles of incorporation on December 10, 2010.



John Garrett
Its: President



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State of Alabama Shelby County

Certificate of Corporation

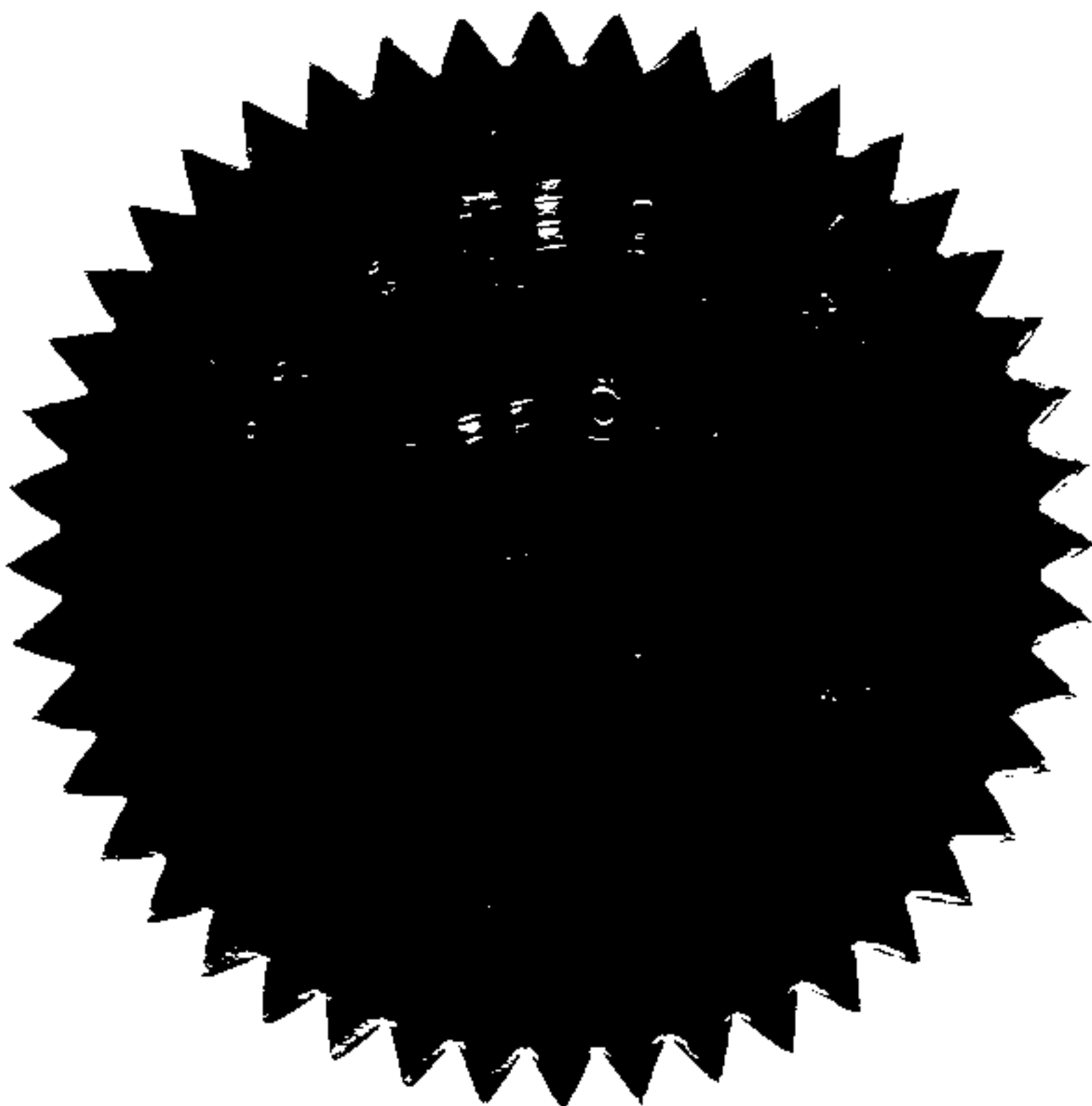
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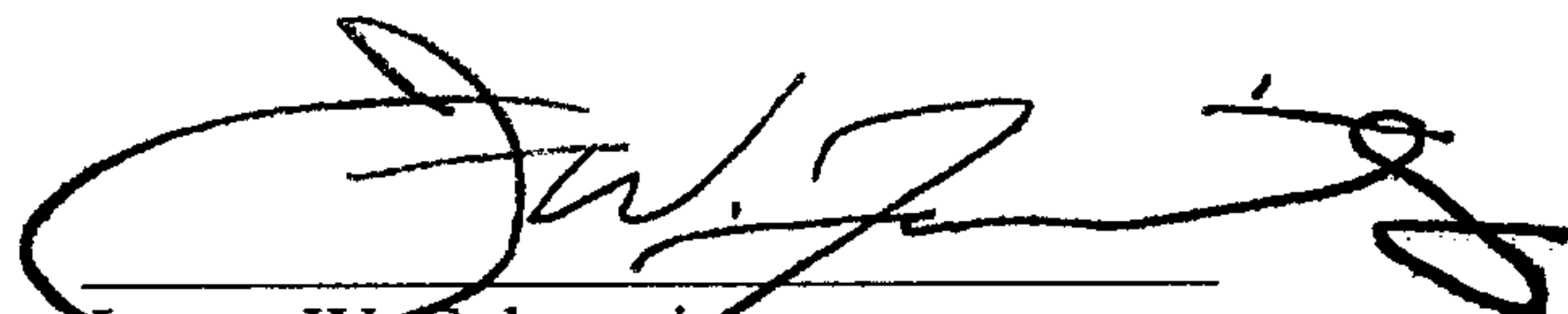
THE MICROFIT GROUP INC.

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of THE MICROFIT GROUP INC duly signed and verified pursuant to the provisions of Section Non Profit of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY, the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of THE MICROFIT GROUP INC and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Official Seal on
this the 26th day of January, 2011




James W. Fuhrmeister
Judge of Probate