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TRANSMITTAL LETTER

FILED

98 MAR 10 PM 1:06

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT:

BANCORP Capital  
~~FINANCIAL~~ GROUP INC.

(Proposed corporate name - must include suffix)

300002452493--3

-03/10/98--01072--006

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

JAMES BAKER

Name (Printed or typed)

9197 RAMBLEWOOD #716

Address

CORAL SPRINGS, FL 33071

City, State & Zip

(954) 796-1120

Daytime Telephone number

P. Hall

MAR 11 1998

NOTE: Please provide the original and one copy of the articles.



ROBERT F. MILLIGAN  
COMPTROLLER OF FLORIDA

OFFICE OF COMPTROLLER  
DEPARTMENT OF BANKING AND FINANCE  
STATE OF FLORIDA  
TALLAHASSEE  
32399-0350

March 26, 1998

Mr. James T. Elliott  
1890 University Drive  
Suite 107  
Coral Springs, FL 33071

Dear Mr. Elliott:

Re: "Bancorp Capital Group, Inc."

Thank you for your recent letter/fax requesting approval for use of the above-referenced name. It is the opinion of this Department that your name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered as a Florida corporation in the State of Florida.

Sincerely,

A handwritten signature in black ink, appearing to read "Wm. Douglas Johnson", is written over a horizontal line.

Wm. Douglas Johnson  
Assistant Director  
Division of Banking  
101 East Gaines Street  
The Fletcher Building - Sixth Floor  
Tallahassee, Florida 32399-0350  
(850) 488-1111

:lg

cc: Karon Beyer, Chief  
Bureau of Corporate Records  
Division of Corporations  
Secretary of State's Office

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**ARTICLES OF INCORPORATION**

98 MAR 10 PM 1:06

The undersigned incorporator, for the purpose of forming a corporation under the ~~Florida~~ <sup>SECRETARY OF STATE</sup> Business Corporation Act, hereby adopts the following Articles of Incorporation. <sup>TALLAHASSEE, FLORIDA</sup>

**ARTICLE I NAME**

The name of the corporation shall be: BANCORP CAPITAL GROUP INC.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

6057 TERRA MERE CIR.  
BOYTON BEACH, FL 33437

**ARTICLE III SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

500 (FIVE HUNDRED)

**ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent are:

JAMES BAKER  
9197 RAMBLEWOOD #716  
CORAL SPRINGS, FL 33071

**ARTICLE V INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation are:

JAMES BAKER  
9197 RAMBLEWOOD #716  
CORAL SPRINGS, FL 33071

  
Signature/Incorporator

March 2, 1998  
Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

  
Signature/Registered Agent

March 2, 1998  
Date