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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 617-6381

From:

Account Name : CSH SERVICES, LLC  
Account Number : I20070000160  
Phone : (800) 494-3124  
Fax Number : (561) 455-9885

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

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DOMESTICATION

Cornerstone Capital Investment Corporation

|                       |          |
|-----------------------|----------|
| Certificate of Status | 0        |
| Certified Copy        | 1        |
| Page Count            | 14       |
| Estimated Charge      | \$128.75 |

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DIVISION OF CORPORATIONS

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**CERTIFICATE OF DOMESTICATION**

The undersigned, William Blackmer, President  
(Name) (Title)

of Cornerstone Capital Investment Corporation a foreign corporation,  
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was March 4, 2003.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was British Virgin Islands.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Cornerstone Capital Investment Corporation.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Cornerstone Capital Investment Corporation.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was British Virgin Islands.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of Cornerstone Capital Investment Corporation

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done

so this the 11th day of March, 2011.

  
(Authorized Signature)

**Filing Fee:**

|  |          |
|--|----------|
| Certificate of Domestication                 | \$ 50.00 |
| Articles of Incorporation and Certified Copy | \$ 78.75 |
| Total to domesticate and file                | \$128.75 |

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**ARTICLES OF INCORPORATION**

**ARTICLE I NAME**

THE NAME OF THE CORPORATION SHALL BE:

Cornerstone Capital Investment Corporation

**ARTICLE II PRINCIPAL OFFICE**

THE PRINCIPAL PLACE OF BUSINESS/ MAILING ADDRESS IS:

1035 Primera Blvd., Suite 1041  
Lake Mary, FL 32746

PO Box 2088  
Monroe, MI 48162

**ARTICLE III PURPOSE**

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED:

This Corporation may engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE IV SHARES**

THE NUMBER OF SHARES OF STOCK IS:

The total number of shares of all classes of capital stock of the corporation which the corporation shall have authority to issue is 50,000 shares having a par value of \$0.0001 per share which shall be designated as Common Stock.

**ARTICLE V INITIAL DIRECTORS AND/ OR OFFICERS**

THE NAME(S) AND ADDRESS(ES) AND SPECIFIC TITLES:

William Blackmer, President and Director  
1035 Primera Blvd., Suite 1041  
Lake Mary, FL 32746

Michael Blackmer, Vice President, Secretary and Director  
PO Box 2088  
Monroe, MI 48162

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

THE NAME AND FLORIDA STREET ADDRESS (P.O. BOX NOT ACCEPTABLE) OF THE REGISTERED AGENT IS:

William Blackmer  
1035 Primera Blvd., Suite 1041  
Lake Mary, FL 32746

**ARTICLE VII INCORPORATOR**

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CLERK OF DISTRICT COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE NINTH JUDICIAL CIRCUIT  
TALLAHASSEE, FLORIDA

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**THE NAME AND ADDRESS OF THE INCORPORATOR IS:**

William Blackmer  
1035 Primera Blvd., Suite 1041  
Lake Mary, FL 32746

**ARTICLE VIII BOARD OF DIRECTORS**

The corporation has three directors. The number of directors may be either increased or diminished from time to time, as provided by the by laws, but shall never be less than one.

**ARTICLE IX BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that the bylaws is not subject to amendment or repeal by the directors.

**ARTICLE X AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision of the Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

**ARTICLE XI INDEMNIFICATION**

a) The corporation shall indemnify any director or officer of the corporation who is made a party of or is threatened to be made a party to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director or officer of the corporation or serving as a director, officer, employee or agent of another corporation, association, partnership, joint venture, trust or other enterprise at the request of the corporation:

(1) against expenses (including reasonable attorneys' fees), judgments, fines, amounts paid in settlement actually and reasonably incurred by him in connection with an action, suit or proceeding if he acted in good faith, and, with respect to any criminal action or proceeding, he had no reasonable cause to believe his conduct was unlawful; and

(2) against expenses (including reasonable attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of an action or suit by or in the right of the corporation, if he acted in good faith.

b) The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon plea of nolo contendere or its equivalent, shall not,

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of itself create a presumption that the person did not act in good faith, and, with respect to any criminal action or proceeding, had a reasonable cause to believe that his conduct was unlawful.

c) Expenses incurred in defending a civil or criminal action, suit, or proceeding shall be paid by the corporation from time to time as incurred, rather than only after the final disposition of such action, suit or proceeding.

d) The indemnification provided by this resolution shall not be deemed exclusive or any other rights to which the corporation's directors, officers, employees or agents may be entitled under the corporation's Bylaws, agreement, vote of the members, disinterested directors or otherwise, both as to action in their official capacities and as to actions in another capacity while holding such offices or positions, and shall continue as to a person who has ceased to a director, officer, employee and shall inure to the benefit of the heirs, executors and administrators of such a person.

e) Notwithstanding the foregoing provisions, indemnification provided under this resolution shall not include indemnification for any action of the director, officer or employee of the corporation for which indemnification is deemed to be against public policy. In the event that indemnification provided under this resolution is deemed to be against public policy, such an event shall not invalidate or affect any other right of indemnification herein provided.

f) The corporation shall have the power, but not the obligation, to purchase and maintain indemnification insurance to provide coverage for an liability asserted against any director, officer or employee of the corporation in any of his capacities as described in paragraph (a), whether or not the corporation would have the power to indemnify him or her under this Article.

g) Any person requesting indemnification shall first look to any insurance maintained by the corporation for indemnification against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement (as described above). The corporation shall be obligated to indemnify such person (if entitled to indemnification by the corporation) only to the extent insurance does not indemnify such person. In the event that any expenses, judgment, finds or amounts paid in settlement are paid pursuant to insurance maintained by such corporation, the corporation shall have no obligation to reimburse the insurance company.

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**ARTICLE XII TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED**

a) No contract of transition between the corporation and one or more of its directors or officers, or between the corporation and any other corporation, partnership, association, or other organization in which one or more of its directors or officers are directors or officers, oh have a financial interest, shall be invalid, void, or voidable solely for such reason, or solely because the director or officer is present at or participates in the meeting of the Board or committee thereof which authorized the contract or transaction, or solely because said officer's or director's vote is counted for such purpose. Not director or officer of that corporation shall incur liability by reason of the fact that said director or officer may be interested in any such contract or transaction.

b) Interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

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**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 AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.**

  
\_\_\_\_\_  
Signature/Registered Agent

March 11, 2011  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Signature/Incorporator

March 11, 2011  
\_\_\_\_\_  
Date

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