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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : BIZCORP INTERNATIONAL INC.
Account Number : I19990000093
Phone : (561) 776-2277
Fax Number : (561) 776-2266

FILED
00 MAY 30 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

FLAGLER CAPITAL INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adapts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: **FLAGLER CAPITAL INC.**

ARTICLE II - PRINCIPAL OFFICE

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

515 N. Flagler Dr.
Suite 300P
West Palm Beach, FL 33401

ARTICLE III - SHARES

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

1,000 shares of common stock, no par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Bizcorp International Inc.
4400 PGA Blvd., Suite 700
Palm Beach Gardens, FL 33410

Stephen Levy
4400 PGA Boulevard
Suite 700
Palm Beach Gardens, FL 33410
(561) 776-2277

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ARTICLE V - INCORPORATOR

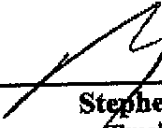
The name and street address of the incorporator to these Articles of Incorporation is:

**BIZCORP INTERNATIONAL INC.
4400 PGA Boulevard
Suite 700
Palm Beach Gardens, FL 33410**

The undersigned incorporator has executed these Articles of Incorporation this 25th day of May, 2000.

BIZCORP INTERNATIONAL INC.

By:



**Stephen Levy
(President)**

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE
OF FLORIDA.**

1. The name of the corporation is: FLAGLER CAPITAL INC.

2. The name and address of the registered agent and office is:

**Bizcorp International Inc.
4400 PGA Blvd., Suite 700
Palm Beach Gardens, FL 33410**

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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 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.

BIZCORP INTERNATIONAL INC.

By:


Stephen Levy (Pres.)

May 25, 2000
(Date)

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