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Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850)922-4001

From:

Account Name : CORPORATION SERVICE COMPANY

Account Number : I20000000195

Phone : (850)521-1000

Fax Number : (850)521-1030

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DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

COMMERCIAL FINANCE AND CONSULTING CORPORATION

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

N. Culligan FEB 2 2001✓

**ARTICLES OF INCORPORATION
OF
COMMERCIAL FINANCE AND CONSULTING CORPORATION**

ARTICLE 1. - NAME

The name of the corporation is:

COMMERCIAL FINANCE AND CONSULTING CORPORATION.

ARTICLE 2. - PRINCIPAL OFFICE

The principal office of the corporation shall initially be at:

2033 Main St., Ste. 600
Sarasota, Florida 34237

The corporation may change its principal office from time to time as permitted by law.

ARTICLE 3. - MAILING ADDRESS

The initial mailing address of the corporation shall be:

2033 Main St., Ste. 600
Sarasota, Florida 34237

The corporation may change its mailing address from time to time as permitted by law.

ARTICLE 4. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 5. - SHARES

This corporation is authorized to issue 10,000 shares of voting common stock with a par value of ONE DOLLAR (\$1.00) U.S. per share.

ARTICLE 6. - PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE 7. - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this corporation is:

Troy H. Myers, Jr.
2033 Main Street, Suite 600
Sarasota, Florida, 34237

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ARTICLE 8. - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

Troy H. Myers, Jr.
2033 Main Street, Suite 600
Sarasota, Florida, 34237

ARTICLE 9. - INCORPORATOR

The name and address of the Incorporator is:

TROY H. MYERS, JR.
2033 Main Street, Suite 600
Sarasota, Florida 34237

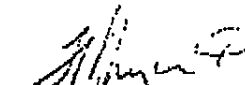
ARTICLE 10. - CUMULATIVE VOTING

All shareholders are entitled to cumulate their votes for directors.

ARTICLE 11. - INDEMNIFICATION

All officers and directors shall be indemnified by the corporation to the fullest extent permitted by law against all expenses and liabilities, including attorneys' fees reasonably incurred in connection with any threatened, pending or completed action, suit or proceeding or settlement thereof in which they may become involved as a party or otherwise by reason of holding such office. The corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

The undersigned Incorporator has executed these Articles of Incorporation this January 31, 2001.



TROY H. MYERS, JR.

**STATE OF FLORIDA
COUNTY OF SARASOTA**

I certify that on January 31, 2001, TROY H. MYERS, JR., the person described as the Incorporator, acknowledged executing the foregoing Articles of Incorporation, is personally known to me, and did not take an oath.



Vivian Weasel
MY COMMISSION # CC986111 EXPIRES
December 5, 2004
BONDED THRU TROY FARM INSURANCE, INC.

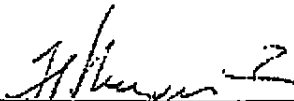

Notary Public
My Commission Expires:

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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR****COMMERCIAL FINANCE AND CONSULTING CORPORATION**

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

DATED: January 31, 2001.


Troy H. Myers, Jr.

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