

DO/000080663  
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ATTORNEY AT LAW

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FILED  
01 AUG 13 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

August 10, 2001

Florida Dept. of State  
Division of Corporations  
George Firestone Bldg.  
409 E. Gaines Street  
Tallahassee, Florida 32399

600004531006--1  
-08/13/01--01109--023  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: The Caloosa Financial Group, Inc.

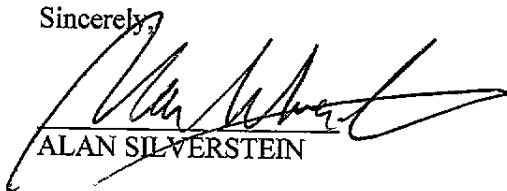
Dear Division:

With regard to the above captioned corporation you will find the following:

1. My check in the amount of \$78.75.
2. Original and 1 copy of Articles.

Please file the enclosed articles and return 1 certified copy to me.

Sincerely,

  
ALAN SILVERSTEIN

D. BROWN AUG 16 2001

ARTICLES OF INCORPORATION OF THE CALOOSA FINANCIAL GROUP, INC.

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TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is THE CALOOSA FINANCIAL GROUP, INC.

ARTICLE II

The existence of the corporation shall begin on the date these Articles are filed with the Florida Department of State

ARTICLE III

The street address and mailing address of the principal office of the Corporation is ;

The Caloosa Financial Group, Inc.  
C/O Alan Silverstein  
11911 US Hwy. One  
Ste. 201  
North Palm Beach, Florida 33480

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, all of which shall be Common Shares, One Dollar, Par Value. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V.

Every shareholder, upon issuance of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

ARTICLE VI

The initial street address of the Corporation's registered office is 11911 US Hwy One, Ste. 201, North Palm Beach, Florida 33408.

The initial registered agent for the Corporation at that address is ALAN SILVERSTEIN.

ARTICLE VII

The minimum number of members of the board of directors shall be one. The initial board of directors shall consist of one. The names and address of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
Alan Silverstein	11911 US Hwy One Ste. 201 North Palm Beach, Florida 33408

ARTICLE VIII

The corporation shall have a President and Secretary/Treasurer.

The initial officers shall be:

<u>Name</u>	<u>Address</u>
Alan Silverstein: President and Secretary/Treasurer	11911 US Hwy. One Ste. 201 North Palm Beach, Florida 33408

ARTICLE IX

The business purpose of the Corporation is to engage in any lawful purpose permitted under the laws of the State of Florida.

ARTICLE X

The names and street addresses of the persons signing these articles of incorporation are:

Name

Address

Alan Silverstein

11911 US Hwy. One  
Ste. 201  
North Palm Beach, Florida 33408

ARTICLE XI

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 10th day of August 2001.

  
ALAN SILVERSTEIN

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for THE CALOOSA FINANCIAL GROUP, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

  
ALAN SILVERSTEIN

Date: 8/10/01