

PO1000100007

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H01000106714 8)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

PENSION QUOTE INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 0       |
| Page Count            | 04 (C)  |
| Estimated Charge      | \$70.00 |

STATE OF FLORIDA  
TALLAHASSEE

01 OCT 15 PM 4:00

FILED

McKnight

OCT 15 2001



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

October 15, 2001

EMPIRE

SUBJECT: PENSION QUOTE, INC.  
REF: W01000023840

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list the corporation's principal office and/or a mailing address in the document.

If you have any further questions concerning your document, please call (850) 245-6931.

Becky McKnight  
Document Specialist  
New Filing Section

FAX Aud. #: H01000106714  
Letter Number: 101A00057036

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

401 000 106714

FILED  
01 OCT 15 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
PENSION QUOTE INC.

---

---

ARTICLE I

The name of this corporation is:

PENSION QUOTE, INC.

The principal place of business is: 95 Merrick Way, Suite 400, Coral Gables, FL 33134.

ARTICLE II

This corporation is organized for any and all lawful businesses for which a corporation may be incorporated under the Florida General Corporation, Act, Chapter 607, Florida Statutes. And in particular the corporation is intended to specifically incorporated for designing pension services and products for financial companies.

ARTICLE III

This corporation is authorized to issue one hundred thousand (100,000) shares of common stock at one dollar per share. The corporation will initially issue ten thousand (10,000) shares of common stock to Gene Gordon.

ARTICLE IV

Every shareholder, upon the issuance or sale of either new or treasury stock for cash, property, services, in payment of corporate debts or otherwise shall have the right to purchase one's proportionate share thereof.

401 000 106714

#### ARTICLE V

The street address of the initial registered office of this corporation is: 2000 S. Dixie Hwy., Suite 102, Miami, Florida 33133 and the name of the initial registered agent of this corporation at that address is: MARK ALAN LEVINE, which agent, pursuant to Section 48.091, Florida Statutes, shall accept service of process within this State.

#### ARTICLE VI

This corporation shall have one director. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the Bylaws. The name and address of the initial director of this corporation is:

| <u>NAME</u>   | <u>ADDRESS</u>                                      |
|---------------|-----------------------------------------------------|
| EUGENE GORDON | 95 Merrick Way, Suite 400<br>Coral Gables, FL 33134 |

---

This corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of that person having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by that person as such director or officer, and shall reimburse each such person for all expenses (including attorney's fees), reasonably incurred by that person in connection with any such claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his or her duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he or she may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in or are directors or officers of such corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise

interested in, any contract or transaction of the corporation, provided that the fact that one of such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction with like force and effect as if he/she were not such director or officer of such other corporation or not so interested.

#### ARTICLE VII

The name and address of the person signing these Articles of Incorporation is:

EUGENE GORDON                      95 Merrick Way, Suite 400  
Coral Gables, FL 33134

#### ARTICLE VIII

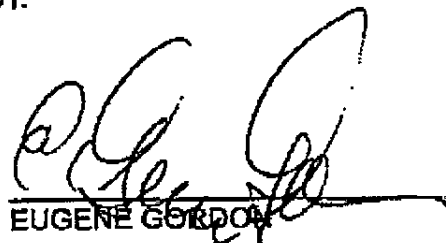
The power to adopt, alter, amend or repeal Bylaws shall be vested in the shareholders and Board of Directors.

#### ARTICLE IX

That the subscribers to stock shall be as follows:

|                    |                                                 |
|--------------------|-------------------------------------------------|
| 100% EUGENE GORDON | Ten Thousand (10,000) shares<br>of Common Stock |
|--------------------|-------------------------------------------------|

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Dade County, Florida, this 25 day of SEPT, 2001.

  
EUGENE GORDON

H01000106714

STATE OF FLORIDA )

SS:

COUNTY OF DADE )

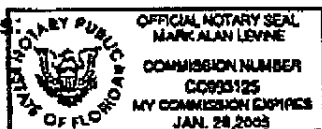
I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State of Florida, County of Dade, to take acknowledgments, personally appeared EUGENE GORDON, to me known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

WITNESS my hand and official seal in the County and State above-named this 25 day of SEPT, 2001.



NOTARY PUBLIC

My Commission Expires:



The undersigned, having been named to accept service of process for the above corporation at the place designated in Article VI hereof, hereby accepts such agency and agrees to comply with the provisions of the Florida Statutes relative to keeping open said office.



MARK ALAN LEVINE

FILED

01 OCT 15 PM 4:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H01000106714