CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF INCORPORATION

OF

OSBORNE & ASSOCIATES, INC.

ASECRATIASSEE OF STATES In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts 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 OSBORNE & ASSOCIATES, INC.

ARTICLE II

The existence of the Corporation shall begin upon the filing of these Articles of Incorporation.

ARTICLE III

The street address of the principal office of the Corporation is 1489 W. Palmetto Park Road, Suite 492, Boca Raton, Florida 33486.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1,000 par value \$.01 per share, all of which shall be Common Shares. 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

The initial street address of the Corporation's registered office is 1489 W. Palmetto Park Road, Suite 492, Boca Raton, Florida 33486. The initial registered agent for the Corporation at that address is Matthew S. Osborne.

ARTICLE VI

The initial board of directors shall consist of one (1) member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Name

Address

Matthew S. Osborne

1489 W. Palmetto Park Road

Suite 492

Boca Raton, Florida 33486

ARTICLE VII

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

Name

Address

Matthew S. Osborne

1489 W. Palmetto Park Road

Suite 492

Boca Raton, Florida 33486

ARTICLE VIII

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 on the <u>ZZ</u> day of October, 2001.

Matthew S. Osborne

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Osborne & Associates, 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).

10/22/2001

Matthew S. Osborne