POLOODDO2768 Edward J. Kennedy

ATTORNEY AT LAW

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January 3, 2002

Florida Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

RE: CLAYTOR FINANCIAL INC.

100004755811--8 -01/07/02--01054--015 *****70.00 *****70.00

Dear Director,

Please file the enclosed Articles of Corporation.

I've enclosed a check for \$70.00 for filing fees.

Please return the stamped copy to my office.

Thank you.

Sincerely,

Edward J. Kennedy

SECRETARY OF STATEOUS OF CORPORATIONS OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

CLAYTOR FINANCIAL INC.



The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CLAYTOR FINANCIAL INC.

The address of the principal office of this corporation shall be: 1201 INDIAN RIVER DRIVE, COCOA, FLORIDA 32922 and the mailing address of the corporation shall be the same.

ARTICLES II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be: 1201 INDIAN RIVER DRIVE, COCOA, FLORIDA 32922 and the name of the initial registered agent of the corporation at that address is KASEY J. CLAYTOR.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

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

KASEY J. CLAYTOR

1201 INDIAN RIVER DRIVE

COCOA, FLORIDA 32922

By: KASEY J. CLAYTOR

ARTICLES OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

KASEY J. CLAYTOR, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with an accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:

KASEY J. CLAYTOR