Pa2000035278

Street North Suite 120

11350 66th Street North, Suite 120 Largo, Florida 33773

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Kimberly Phillips-Haikara Attorney at Law Phone: (727) 546-3993 Fax: (727) 489-0393

March 18, 2002

Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399 500005168495---4 -03/26/02--01023--002 ******78,75 ******78,75

RE: PEAK CAPITAL CORPORATION

Dear Sir/Madam:

Enclosed please find and original and one (1) copy of the Articles of Incorporation for the above Corporation, together with a check in the amount of \$78.75; such sum representing the fee for filing (\$35.00), designation of registered agent (\$35.00), and a Certificate of Status (\$8.75).

Thank you for your anticipated cooperation.

Very truly yours,

Kimberly J. Haikara, Esquire

FILED SECRETARY OF STATE DIVISION OF CORPORATION

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ARTICLES OF INCORPORATION FOR PEAK CAPITAL CORPORATION



The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is PEAK CAPITAL CORPORATION The principal address

12360 66th Street North Largo, FL 33773

ARTICLE II

Duration

The duration of the corporation is perpetual.

is:

ARTICLE III

Purpose

The general purposes for which the corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To invest in, own and/or manage financial services companies, including but not limited to, securities firms, insurance agencies, investment advisory firms, investment pools, tax planning firms or any other complimentary or related businesses and do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

SECRETARY OF STATE OF CORPORATIONS

ARTICLE IV

Capital Stock

The aggregate number of shares that the corporation is authorized to issue is ONE THOUSAND (1000) shares of common stock. Such shares will be of a single class and shall have a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 12360 66th Street North, Largo, FL 33773 and the name of its initial registered agent at that address is **DAVID W. DUBE.**

ARTICLE VI

Initial Board of Directors

The number of directors constituting the initial Board of Directors is one. The number of directors may be increased or decreased from time to time in accordance with the by-laws, but shall never be less than one. The name and address of the initial director of the corporation is as follows:

DAVID W. DUBE 12360 66TH Street North Largo, Florida 33773

ARTICLE VII

Incorporator

The name and address of the incorporator is as follows:

KIMBERLY J. HAIKARA 11350 66th Street North Suite 120 Largo, Florida 33773

Julie A. Barlet

Expires Sep. 10, 2005

Bonded Thru

Atlantic Bonding Co., Inc.

NOTARY PUBLIC

State of Florida at Large (Seal) My Commission Expires:

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

PEAK CAPITAL CORPORATION

2. The name and address of the registered agent and office is:

DAVID W. DUBE 12360 66th Street North Largo, FL 33773

DAVID W. DUBE

DATE: March 20 2002

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMACE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

David W. Dofe

DAVID W DURE

DATE: MARCH SO SOOS