

04/16/02 TUE 11:42 FAX 8132228701

WARD, ROVELL & VAN EPOEL, PA

001

<https://ccfss1.dos.state.fl.us/scripts/efilcovr.exe>

Page 1 of 1

PO2000041115

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.

(((H02000086357 9)))

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 : WARD, ROVELL & VAN EPOEL, P.A.  
Account Number : 076245002115  
Phone : (813)222-8730  
Fax Number : (813)222-8701

DOMESTICATION

RETIREMENT TECHNOLOGY & CONSULTING GROUP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	06 (7)
Estimated Charge	\$128.75

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 APR 16 PM 2:23

FILED

Electronic Filing Menu

Corporate Filing

Public Access Help

(((H02000086357 9)))

**CERTIFICATE OF DOMESTICATION**

The undersigned, Pete Kirtland, being the Vice President and the Secretary of **RETIREMENT TECHNOLOGY & CONSULTING GROUP, INC.**, a corporation organized and existing under the laws of the State of Delaware, in accordance with F.S. 607.1801, does hereby certify:

1. The articles of incorporation of the above-referenced corporation were filed with the State of Delaware, Secretary of State, Division of Corporations on October 9, 2001.
2. The name of the corporation immediately prior to filing of this Certificate of Domestication was **RETIREMENT TECHNOLOGY & CONSULTING GROUP, INC.**
3. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to F.S. 607.0202 and 607.0401 with this certificate is:

**RETIREMENT TECHNOLOGY & CONSULTING GROUP, INC.**

4. The address and jurisdiction that constituted the registered office of the corporation under applicable law immediately prior to the filing of the Certificate of Domestication was 9 East Lockerman Street, Suite 205, Dover, County of Kent, State of Delaware, 19901.
5. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to F.S. 607.1801.

I, Pete Kirtland, Vice President and Secretary of **RETIREMENT TECHNOLOGY & CONSULTING GROUP, INC.**, does hereby certify that I have been authorized by the Board of Directors to sign this Certificate of Domestication on behalf of the corporation and have done so on this 15<sup>th</sup> day of April, 2002.

**RETIREMENT TECHNOLOGY & CONSULTING GROUP, INC.**, a Delaware corporation

By: 

Pete Kirtland, Vice President

**Prepared and filed by:**

R. Reid Haney, Esq.  
c/o Ward, Rovell & Van Eepoel, P.A.  
101 E. Kennedy Blvd., Suite 4100  
Tampa, Florida 33602-5152  
Tel No.: (813) 222-8700  
Fax No.: (813) 222-8701  
FL. BAR NO.: 709220

(((H02000086357 9)))

FILED  
02 APR 16 PM 2:23  
STATE OF FLORIDA  
TALLAHASSEE

(((H02000086357 9)))

**ARTICLES OF INCORPORATION  
OF  
RETIREMENT TECHNOLOGY & CONSULTING GROUP, INC.**

The undersigned Incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of this Corporation shall be:

**RETIREMENT TECHNOLOGY & CONSULTING GROUP, INC.**

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and the mailing address of this Corporation shall be:

12157 W. Linebaugh Avenue, Suite 328  
Tampa, Florida 33626

**ARTICLE III  
CAPITAL STOCK**

1. **Authorized Capitalization.** The total number of shares of capital stock authorized to be issued by this Corporation shall be One Thousand Five Hundred (1,500) shares of common stock, one cent (\$0.01) par value per share (the "Common Stock").

2. **Payment for Stock.** All or any part of the consideration for the issuance of the capital stock of this Corporation may be in cash, property, or labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for that purpose, which consideration, in any event, shall not be less than the par value of the shares issued therefor. All stock when issued shall be fully paid and nonassessable.

3. **Voting.** The voting power of this Corporation shall be vested solely in the Common Stock. Holders of shares of Common Stock shall be entitled to one vote for each share of Common Stock. There shall be no cumulative voting in the election of Directors.

4. **Dividends.** Any and all dividends are to be shared among the holders of shares of outstanding Common Stock on a share for share basis.

(((H02000086357 9)))

FILED  
02 APR 16 PM 2:23  
TAMPA, FLORIDA  
SECRETARY OF STATE

(((H02000086357 9)))

**ARTICLES OF INCORPORATION OF  
RETIREMENT TECHNOLOGY &  
CONSULTING GROUP, INC.****PAGE 3****ARTICLE IV  
EXISTENCE OF CORPORATION**

This Corporation shall have perpetual existence.

**ARTICLE V  
REGISTERED OFFICE AND REGISTERED AGENT**

The initial registered office of this Corporation shall be located at 9306 Exposition Drive, Tampa, Florida 33626, and the initial registered agent of this Corporation at such office shall be Pete Kirtland. This Corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

**ARTICLE VI  
BOARD OF DIRECTORS**

The Board of Directors of this Corporation shall consist of a number of Directors to be fixed from time to time by the stockholders or the bylaws. The business and affairs of this Corporation shall be managed by the Board of Directors, which may exercise all such powers of this Corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

**ARTICLE VII  
INITIAL BOARD OF DIRECTORS**

The initial Board of Directors of this Corporation shall consist of three (3) members, such members to hold office until their successors have been duly elected and qualified. The name and street address of the initial Directors are:

<u>Name</u>	<u>Address</u>
James Olson	12157 W. Linebaugh Avenue, Suite 328 Tampa, Florida 33626
Pete Kirtland	12157 W. Linebaugh Avenue, Suite 328 Tampa, Florida 33626
Mike Gottfried	12157 W. Linebaugh Avenue, Suite 328 Tampa, Florida 33626

(((H02000086357 9)))

(((H02000086357 9)))

**ARTICLES OF INCORPORATION OF  
RETIREMENT TECHNOLOGY &  
CONSULTING GROUP, INC.**

**PAGE 4**

**ARTICLE VIII  
INCORPORATOR**

The name and street address of the Incorporator making these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Pete Kirtland	12157 W. Linebaugh Avenue, Suite 328 Tampa, Florida 33626

**ARTICLE IX  
BUSINESS AND PURPOSES**

The general purpose for which this Corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this Corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

**ARTICLE X  
BYLAWS**

The Bylaws of this Corporation shall be for the government of this Corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this Corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States of America.

**ARTICLE XI  
AMENDMENT OF ARTICLES OF INCORPORATION**

This Corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

(((H02000086357 9)))

(((H02000086357 9)))

ARTICLES OF INCORPORATION OF  
RETIREMENT TECHNOLOGY &  
CONSULTING GROUP, INC.

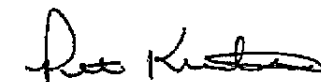
PAGE 5

ARTICLE XII  
AFFILIATED TRANSACTIONS

The provisions of Section 607.0901, Florida Statutes, relating to affiliated transactions, shall be inapplicable to this Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

DATED this 15<sup>th</sup> day of April, 2002.



PETE KIRTLAND

(((H02000086357 9)))

(((H02000086357 9)))

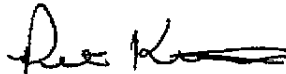
**ARTICLES OF INCORPORATION OF  
RETIREMENT TECHNOLOGY &  
CONSULTING GROUP, INC.**

PAGE 6

**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, **PETE KIRTLAND**, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

**DATED** this 15<sup>th</sup> day of April, 2002.



**PETE KIRTLAND**

150619  
11166.023110

**FILED**  
02 APR 16 PM 2:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(((H02000086357 9)))