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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

PINNACLE CAPITAL GROUP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PINNACLE CAPITAL GROUP, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of incorporation.

ARTICLE I: NAME

The name of the corporation is *Pinnacle Capital Group, Inc.*

ARTICLE II: COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these articles of incorporation by the Secretary of State. This corporation's duration shall be perpetual.

ARTICLE III: PURPOSE

This corporation is being organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV: PRINCIPAL OFFICE

The principal place of business and mailing address of *Pinnacle Capital Group, Inc.* is:

888 SOUTHEAST 3RD AVENUE
SUITE 400
FT. LAUDERDALE, FLORIDA 33316

ARTICLE V: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred shares (1000) having a par value of one dollar (\$1.00) per share.

Pinnacle Capital Group, Inc.

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ARTICLE VI: INITIAL REGISTERED AGENT & ADDRESS

The name and address of the initial registered agent is:

JEFFREY R. STOLL, ESQ.
C/O JEFFREY R. STOLL, P.A.
888 SOUTHEAST 3RD AVENUE
SUITE 400
FORT LAUDERDALE, FLORIDA 33316
(954) 462-1020

ARTICLE VII: INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is:

JEFFREY R. STOLL, ESQ.
888 SOUTHEAST 3RD AVENUE
SUITE 400
FT. LAUDERDALE, FLORIDA 33316

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's initial Board of Directors shall be two (2). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The names of the individuals who shall serve as a members of the initial Board of Directors of *Pinnacle Capital Group, Inc.* are:

ELLIOT GRUB, DIRECTOR - 888 SE 3rd Avenue, Ft. Lauderdale, FL 33316

JEFFREY R. STOLL, DIRECTOR - 888 SE 3rd Avenue, Ft. Lauderdale, FL 33316

ARTICLE IX: INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE X: AMENDMENT

These Articles of Incorporation may only be amended by the Board of Directors (but only to the extent permitted by the Florida Business Corporations Act) or by the

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TALLAHASSEE, FLORIDA

vote of shareholders holding a majority of the issued and outstanding common stock of the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent have executed these Articles of Incorporation this 15th day of May, 2002.


JEFFREY R. STOLL, ESQ.
INCORPORATOR

THE UNDERSIGNED, named as the registered agent in Article VI of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he is familiar with and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.


JEFFREY R. STOLL, ESQ.
REGISTERED AGENT