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Division of Corporations

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EMERALD FINANCIAL GROUP, CORP.

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ARTICLES OF INCORPORATION
FOR
EMERALD FINANCIAL GROUP, CORP.

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TALLAHASSEE FLORIDA

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 shall be:

EMERALD FINANCIAL GROUP, CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2 ALHAMBRA PLAZA
SUITE: 1050
CORAL GABLES, FL 33134

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have shall be:

100

ARTICLE IV REGISTERED AGENT

The name and Florida street address of the initial registered agent shall be:

ORLANDO J. ROMERO
2 ALHAMBRA PLAZA
SUITE: 1050
CORAL GABLES, FL 33134

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ARTICLE V INCORPORATOR

The name and address of the incorporator(s) to these Articles of Incorporation shall be:

ORLANDO J. ROMERO
2 ALHAMBRA PLAZA
SUITE: 1050
CORAL GABLES, FL 33134



Signature of Incorporator

8/16/02


Date

ARTICLE VI DIRECTOR(S)/OFFICER(S)

The name(s) and address(es) of the Director(s)/Officer(s) shall be:

ORLANDO J. ROMERO (P)
2 ALHAMBRA PLAZA
SUITE: 1050
CORAL GABLES, FL 33134

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the articles, I hereby accept 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 performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature

8/16/02.

Date

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