

**Electronic Articles of Incorporation
For**

**P02000105073
FILED
September 30, 2002
Sec. Of State**

FIDELITY CAPITAL MANAGEMENT INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

FIDELITY CAPITAL MANAGEMENT INC.

Article II

The principal place of business address:

235 HIBISCUS DRIVE
SUITE 1
MIAMI BEACH, FL. US 33139

The mailing address of the corporation is:

8012 SOUTH ESSEX
SUITE 1F
CHICAGO, IL. US 60617

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

BENITO DEJESUS
235 SOUTH HIBISCUS DRIVE
SUITE 1
MIAMI BEACH, FL. 33139

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: BENITO DEJESUS

Article VI

The name and address of the incorporator is:

BENITO DEJESUS
235 HIBISCUS DRIVE
SUITE 1
MIAMI BEACH, FLORIDA 33139

Incorporator Signature: BENITO DEJESUS

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: CEO
KEITH B CHATMAN
8012 SOUTH ESSEX SUITE 1F
CHICAGO, IL. 60617 US

Title: VP
CORY CHATMAN
8016 SOUTH ESSEX
CHICAGO, IL. 60617 US

Title: CFO
KEITH B CHATMAN
8012 SOUTH ESSEX SUITE 1F
CHICAGO, IL. 60617 US

Article VIII

The effective date for this corporation shall be:

09/30/2002