

Division of Corporations

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**PA 2000117362**

Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850) 205-0361

## From:

Account Name : MARLOWE & MCNABB, P.A.  
Account Number : I19990000005  
Phone : (813) 251-3013  
Fax Number : (813) 251-5945

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**FLORIDA PROFIT CORPORATION OR P.A.****RGS FINANCIAL GROUP, INC.**

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**ARTICLES OF INCORPORATION  
OF**

**RGS FINANCIAL GROUP, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

**Name**

The name of the Corporation is: **RGS FINANCIAL GROUP, INC.**

**ARTICLE II**

**Initial Principal Office and Mailing Address**

The Corporation's initial principal office and mailing address is: 5130 E. Eisenhower Blvd., Tampa, FL, 33634-6332.

**ARTICLE III**

**Shares**

The corporation shall have authority to issue 10,000 common shares of stock with a par value of \$0.01 per share.

**ARTICLE IV**

**Initial Registered Agent and Office**

The Initial registered agent shall be Marlowe & McNabb, P. A., whose office address is 324 S. Hyde Park Ave., Suite 210, Tampa, FL 33606.

**ARTICLE V**

**Incorporator**

The Name And Address of in The Incorporator is:

**STEPHEN D. MARLOWE**

324 S. Hyde Park Ave.  
Suite 210  
Tampa, FL 33606

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**ARTICLE VI**  
**Initial Directors**

The Corporation shall have One Initial Director, whose name and address is as follows:

NameAddress

Ronald G. Smith

5130 Eisenhower Blvd.  
Suite 280  
Tampa, FL 33634-6332Dated this 31 day of October, 2002.  
\_\_\_\_\_  
Stephen D. Marlowe, Incorporator**ACCEPTANCE BY REGISTERED AGENT**

Having been named as Registered Agent to accept service of process for the Corporation at the place designated as the Registered Office, Marlowe & McNabb, P. A., by and through its representative, hereby accepts the appointment as Registered Agent and agree to act in this capacity. It further agrees to comply with the provisions of all Statutes relating to the proper and complete performance of its duties, and its representative is familiar with and accepts the duties and obligations of his position as representative of the Registered Agent.

Dated this 31st day of October, 2002.

Marlowe & McNabb, P. A.  
324 S. Hyde Park Ave., Ste. 210  
Tampa, FL 33606  
Registered AgentBy:   
\_\_\_\_\_

Stephen D. Marlowe, its Representative

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