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(Requestor's Name)

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(City/State/Zip/Phone #)

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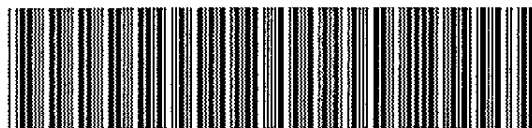
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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04-10-03

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: SmallCap Marketing Solutions, Inc.
(PROPOSED CORPORATE NAME - **MUST INCLUDE SUFFIX**)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 ☒ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: James P. Collins
Name (Printed or typed)

980 NE Dixie Highway
Address

Jensen Beach, FL 34957
City, State & Zip

(772) 341-3218
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
SmallCap Marketing Solutions, Inc.**

ARTICLE I – NAME

The name of the corporation shall be: **SmallCap Marketing Solutions, Inc.**,
(hereinafter, "Corporation").

ARTICLE II – PRINCIPAL OFFICE

The principal office of this Corporation is:

980 NE Dixie Hwy
Jensen Beach, FL 34957

The mailing address is

980 NE Dixie Hwy
Jensen Beach, FL 34957

ARTICLE III – PURPOSE OF CORPORATION

The general purpose of the corporation shall be any and all lawful business for which a Corporation may be incorporated under the laws of the State of Florida.

ARTICLE IV – SHARES

The aggregate number of share of stock of the Corporation shall be One Hundred (100) share of Common Capital Stock, each having a par value of \$1.00 Dollar for a total authorized capitalization of \$100. Each of such shares shall be entitled to one (1) vote. No other classes of stock are authorized.

ARTICLE V – OFFICERS

The officers of the Corporation shall be:

President:	James P. Collins
Vice President:	Scott D. Southwick

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ARTICLE VI – BOARD OF DIRECTORS

The Directors of the Corporation shall be:

James P. Collins
Scott D. Southwick

ARTICLE VII – REGISTERED AGENT

The name and street address of the registered agent is:

James P. Collins
2610 SE Normand Street
Stuart, FL 34997

ARTICLE VIII– INCORPORATOR

The name and address of the Incorporator is:

James P. Collins
2610 SE Normand Street
Stuart, FL 34997

ARTICLE IX – TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE X – EFFECTIVE DATE

These Articles of Incorporation shall be effective as of the date of filing with the Secretary of State.

ARTICLE XI – POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE XII – STOCK TRANSFER RESTRICTION

No shareholder of this Corporation shall sell any shares of stock held by him or her in this Corporation without first offering to sell such stock to the Corporation on the same terms and conditions and at the price offered in good faith and in writing, be any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the Corporation at the time the stock is offered to the Corporation for sale. The Corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the Corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the Corporation, and only within thirty (30) days from and after the date on which the Corporation declines to exercise its option.

ARTICLE XIII – AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment thereto are granted subject to this reservation.

The undersigned incorporator has executed these Articles of Incorporation this 2nd day of April, 2003.

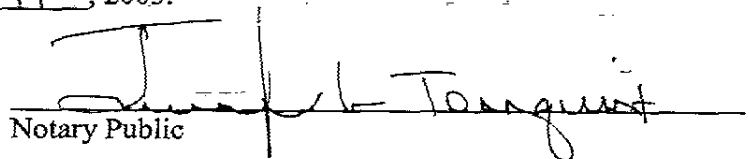

James F. Collins

Acknowledgment

State of Florida
County of Martin

Before me, a Notary Public in and for said State and County, personally appeared James P. Collins, who acknowledged herself to be the Incorporator of SmallCap Marketing Solutions, Inc., and that he signed his name to its Articles of Incorporation for the purpose herein contained and to have the same recorded and filed as such.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal
on this 2 day of April, 2003.


Notary Public



Jennifer L. Tornquist
Commission #DD186859
Expires: Feb 23, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

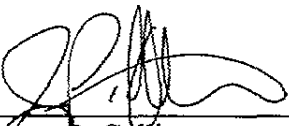
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act.

SmallCap Marketing Solutions, Inc., (a corporation for profit) desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation of the County of Martin, State of Florida, has named James P. Collins, 2610 SE Normand Street, Stuart, FL, as its agent to accept service of process within this State.

Acknowledgment

Having been named to accept service of process for the above stated Corporation, at the place designated in the Certificate, I hereby accept this act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



James P. Collins
2610 SE Normand Street
Stuart, FL 34997

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CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE COUNTY OF MARTIN, FLORIDA