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TALLAHASSEE FLORIDA

FILED

11/16/03

ROBERT R. CYRUS
ATTORNEY AT LAW

214-A NORTH THIRD STREET
LEESBURG, FLORIDA 34748

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

TELEPHONE (352) 787-6660
FAX (352) 787-7403

REPLY TO:
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October 28, 2003

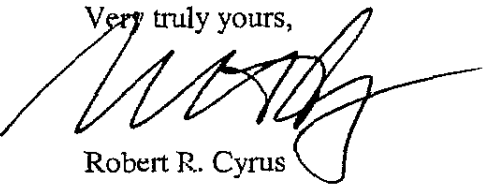
Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

Re: **Atlantic Financial Marketing Group, Inc.**

Dear Sir,

Enclosed please find proposed Articles of Incorporation, in duplicate, for the above-referenced corporation, along with my check in the amount of \$78.75 to cover filing fee and the return to me of one certified copy.

Very truly yours,


Robert R. Cyrus

RRC/bl
Enclosures

EFFECTIVE DATE

11/01/03

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
ATLANTIC FINANCIAL MARKETING GROUP, INC.**

ARTICLE I. NAME

The name of this corporation is **ATLANTIC FINANCIAL MARKETING GROUP, INC.** The principal place of business is 33408 Coventry Drive, Leesburg, Florida, 34788, and the mailing address is the same.

ARTICLE II. DURATION

This corporation shall begin its existence November 1, 2003.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue is SEVEN THOUSAND FIVE HUNDRED (7500) Shares, par value ONE DOLLAR (\$1.00) per share, all of which shall be Common Shares.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as can be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 214-A North Third Street, Leesburg, Florida, 34748, and the name of the initial registered agent of this corporation at that address is **Robert R. Cyrus**.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1) nor more than four (4). The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Jack Dillon	33408 Coventry Drive Leesburg, FL 34788
Ann Dillon	33408 Coventry Drive Leesburg, FL 34788

ARTICLE VIII. INCORPORATOR

The name and address of the persons signing these Articles of Incorporation is:

NAME

ADDRESS

Robert R. Cyrus

**214-A North Third Street
Leesburg, FL 347481342**

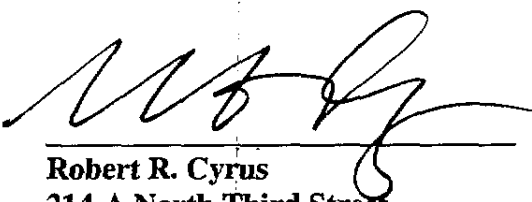
ARTICLE IX. INDEMNIFICATION

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

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 28th day of October, 2003.


**Robert R. Cyrus
214-A North Third Street
Leesburg, FL 34748**

FILED

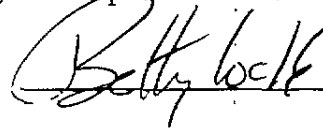
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA

COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 28th day of October, 2003, by **ROBERT R. CYRUS**, Incorporator to these Articles of Incorporation.

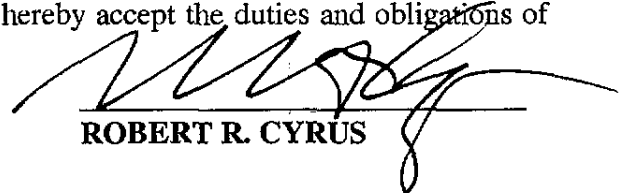


Notary Public



ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent, I hereby accept the duties and obligations of Section 607.325, Florida Statutes.


ROBERT R. CYRUS