

P03000 146466

(Requestor's Name)

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(City/State/Zip/Phone #)

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PICK-UP

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MAIL

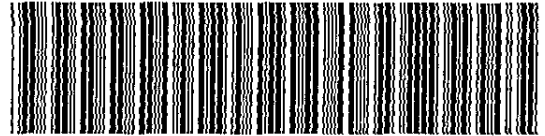
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 DEC -1 AM 8:45

11/21/08 --01038--002 *236.25

F. CHESSEY DEC 8

m02 321

November 18, 2003

Florida Dept. of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Subj: Incorporation of STERLING CAPITAL GROUP, INC.
Dear Sir:

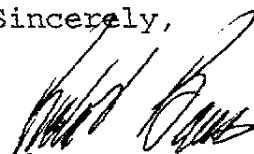
Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$78.75 to cover the filing fees.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Atlantic Paralegal Services, Inc., 1592 N. Highway A1A, Satellite Beach, Florida 32937. Telephone Number (321) 773-2020.

Thank you for your assistance in this matter.

Sincerely,



Robert Barnes



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 2, 2003

ATLANTIC PARALEGAL SERVICES, INC
1592 N HWY A1A
SATELLITE BEACH, FL 32937

SUBJECT: STERLING CAPITAL GROUP, INC.
Ref. Number: W03000035955

Sterling Capital Group, USA, INC.

We have received your document for ~~STERLING CAPITAL GROUP, INC.~~ and your check(s) totaling \$236.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

An effective date may be added to the Articles of Incorporation **if a 2004 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6904.

Freida Chesser
Document Specialist
New Filings Section

Letter Number: 303A00064669

ARTICLES OF INCORPORATION

OF
STERLING CAPITAL GROUP USA, INC.,
~~STERLING CAPITAL GROUP, INC.~~

FILED
SECRETARY OF
TALLAHASSEE, FLORIDA
03 DEC -1 AM 8:43

ARTICLE I. NAME

The name of this corporation is
STERLING CAPITAL GROUP USA, INC.,
~~STERLING CAPITAL GROUP, INC.~~

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of
transacting any or all lawful business.

ARTICLE IV. CAPITOL STOCK

This corporation is authorized to issue 1,000 shares
of \$1.00 par value common stock, which shall be designated
"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 (as nearly as may 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 7817 Shadowood Drive #215, Melbourne, Florida 32904, and the name of the initial registered agent of this corporation at that address is ROBERT BARNES.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have three director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director's of this corporation are:

ROBERT BARNES
7817 Shadowood Drive #215
Melbourne, Florida 32904

MICHAEL BRESHEARS
2195 Highway A1A, #303
Indian Harbour Beach, Florida 32937

JOSEPH CROSS
1310 South Mirimar Avenue
Indianalantic, Florida 32803

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 7817 Shadowood Drive #215, Melbourne, Florida 32904, and the mailing address of the corporation is 7817 Shadowood Drive #215, Melbourne, Florida 32904.

ARTICLE IX. INCORPORATOR


The name and address of the person signing these articles is:

ROBERT BARNES
7817 Shadowood Drive #215
Melbourne, Florida 32904

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 18th day of November, 2003.



ROBERT BARNES

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared ROBERT BARNES to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 18th day of November, 2003.

FL/DL



Danielle V. Puckett
Commission #DD262058
Expires: Oct 26, 2007
Bonded Thru
Atlantic Bonding Co., Inc.



Notary Public

DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034,
Florida Statutes, the following is submitted:

STERLING CAPITAL GROUP, USA, INC

That ~~STERLING CAPITAL GROUP, INC.~~, desiring to organize
under the laws of the State of Florida, with its principal office
at 7817 Shadowood Drive #215, Melbourne, County of Brevard,
Florida 32904 has named ROBERT BARNES, located at 7817 Shadowood
Drive #215, Melbourne, Florida 32904, as its agent to accept
service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above named Corporation, at the place designated in this
certificate, the undersigned agrees to act in this capacity,
and agrees to comply with the provisions of Florida law
relative to keeping the designated office open.



ROBERT BARNES
Registered Agent

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 DEC - 1 AM 8:43