

**Electronic Articles of Incorporation
For**

**P03000153071
FILED
December 16, 2003
Sec. Of State**

BISCAYNE BAY FINANCIAL CORPORATION

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:

BISCAYNE BAY FINANCIAL CORPORATION

Article II

The principal place of business address:

1975 EAST SUNRISE BOULEVARD
SUITE 814
FORT LAUDERDALE, FL. 33304

The mailing address of the corporation is:

1975 EAST SUNRISE BOULEVARD
SUITE 814
FORT LAUDERDALE, FL. 33304

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:

50000000

Article V

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

MATT ZIMMERMANN
1975 EAST SUNRISE BOULEVARD
SUITE 814
FORT LAUDERDALE, FL. 33304

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

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Registered Agent Signature: M.ZIMMERMANN

Article VI

The name and address of the incorporator is:

TORSTEN F. REINICKE
1975 EAST SUNRISE BOULEVARD
SUITE 814
FORT LAUDERDALE, FLORIDA 33304

Incorporator Signature: T. REINICKE

Article VII

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

Title: P
TORSTEN F REINICKE
1075 EAST SUNRISE BOULEVARD
FORT LAUDERDALE, FL. 33304