

**Electronic Articles of Incorporation
For**

P04000009932
FILED
January 12, 2004
Sec. Of State

BANCONNECT, INC.

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:

BANCONNECT, INC.

Article II

The principal place of business address:

2199 PONCE DE LEON BLVD.
301
CORAL GABLES, FL. 33134

The mailing address of the corporation is:

2199 PONCE DE LEON BLVD.
301
CORAL GABLES, FL. 33134

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:

1000

Article V

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

KENNETH F CLAUSSEN
2199 PONCE DE LEON BLVD.
301
CORAL GABLES, FL. 33134

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

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Registered Agent Signature: K F CLAUSSEN

Article VI

The name and address of the incorporator is:

KENNETH F. CLAUSSEN
2199 PONCE DE LEON BLVD.
SUITE 301
CORAL GABLES, FL 33134

Incorporator Signature: K F CLAUSSEN

Article VII

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

Title: D/PB
STUART BENAVIDES
1000 CORPORATE DRIVE, #320
FT. LAUDERDALE, FL. 33334

Title: D
JOHN R LACAPRA
C/O 2199 PONCE DE LEON BLVD., #301
CORAL GABLES, FL. 33134