

**Electronic Articles of Incorporation
For**

**P04000027169
FILED
February 10, 2004
Sec. Of State**

BRIDGEPOINTE CAPITAL HOLDINGS, 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:

BRIDGEPOINTE CAPITAL HOLDINGS, INC.

Article II

The principal place of business address:

4736 BLANDING BLVD
JACKSONVILLE, FL. 32210

The mailing address of the corporation is:

4736 BLANDING BLVD
JACKSONVILLE, FL. 32210

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:

55,000,000

Article V

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

GEORGE H HALL ESQ
4736 BLANDING BLVD
JACKSONVILLE, FL, FL. 32210

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

**P04000027169
FILED
February 10, 2004
Sec. Of State**

Registered Agent Signature: GEORGE H.G HALL

Article VI

The name and address of the incorporator is:

GARY L PRIDGEN
4300 LAKESIDE DR #13
JACKSONVILLE FL, 32210

Incorporator Signature: GARY L PRIDGEN

Article VII

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

Title: CEO
GARY L PRIDGEN
4736 BLANDING BLVD
JACKSONVILLE, FL. 32210 US

Title: P
GEORGE M BEJARANO
4736 BLANDING BLVD
JACKSONVILLE, FL. 32210 US

Title: EVP
ARTIE S HOPE
4736 BLANDING BLVD
JACKSONVILLE, FL. 32210 US

Title: EVP
PHILLIP C HUBER
4736 BLANDING BLVD
JACKSONVILLE, FL. 32210 US

Article VIII

The effective date for this corporation shall be:

02/10/2004