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SECRETARY OF STATE

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Wealth & Asset Protection Group Mitchell M. Olesker 7035 Phillips Highway Suite 5148 Jacksonville, Florida 32216

March 4, 2004

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

SUBJECT: WEALTH & ASSET PROTECTION GROUP In C-

(PROPOSED CORPORATE NAME)

Dear Sir/Madam:

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for Filing Fee, Certified Copy and Certificate of Status in the amount of \$87.50.

Sincerely, Withu M. Vum

Mitchell M. Olesker

ARTICLES OF INCORPORATION In Compliance with Chapter 96 and/or Chapter 621 F.S. (Profit)

ARTICLE I – NAME

The name of the corporation shall be: Wealth & Asset Protection Group Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business/mailing address is: 7035 Phillips Highway, Suite 5148, Jacksonville, Florida 32216.

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is: consulting, sales.

ARTICLE IV – SHARES

The number of shares of stock is: 100.

ARTICLE V - INITIAL OFFICERS AND/OR DIRECTORS

List the name(s), address(es) and specific title(s):

Mitchell M. Olesker: President, Treasurer; David Bernard: Vice President, Secretary

ARTICLE VI - REGISTERED AGENT

Bruce S. Bullock, Jr., Esq., c/o Bullock, Childs, Pendley, Reed & Seelie, 1551 Atlantic Boulevard, 2nd Floor, Jacksonville, Florida 32207.

ARTICLE VII - INCORPORATION

The name and address of the incorporator is: Bullock, Childs, Pendley, Reed & Seelie, Attention Bruce & Bullock, Jr., Esq., 1551 Atlantic Boulevard, 2nd Floor, Jacksonville, Florida 32207.

Signature/Registered Agent

Signature/Incorporator

Date

Date

ARTICLES OF INCORPORATION In Compliance with Chapter 96 and/or Chapter 621, F.S. (Profit)

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent to act in this capacity.

Signature/Registered Agent

Signature/Incorporator

Date

Date

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