

**Electronic Articles of Incorporation
For**

P05000086157
FILED
June 15, 2005
Sec. Of State
jshivers

COMVEST CAPITAL ADVISORS, 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:

COMVEST CAPITAL ADVISORS, INC.

Article II

The principal place of business address:

789 S. FEDERAL HIGHWAY
SUITE 101
STUART, FL. 34994

The mailing address of the corporation is:

789 S. FEDERAL HIGHWAY
SUITE 102
STUART, FL. 34994

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:

9000000

Article V

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

RODGER W STUBBS
789 S. FEDERAL HIGHWAY
SUITE 102
STUART, FL. 34994

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

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Registered Agent Signature: RODGER W. STUBBS

Article VI

The name and address of the incorporator is:

RODGER W. STUBBS
789 S. FEDERAL HIGHWAY
SUITE 102
STUART, FLORIDA 34994

Incorporator Signature: RODGER W. STUBBS

Article VII

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

Title: P
WILLIAM C LEMKE
866 REEF RD
VERO BEACH, FL. 32963

Title: VP
RODGER P STUBBS
2886 SE CALVIN STREET
PORT ST. LUCIE, FL. 34952

Title: S/T
RODGER W STUBBS
2886 SE CALVIN STREET
PORT ST. LUCIE, FL. 34952

Article VIII

The effective date for this corporation shall be:

06/14/2005