

**Electronic Articles of Incorporation
For**

P05000139030
FILED
October 11, 2005
Sec. Of State
jshivers

BUTLER FINANCIAL GROUP, 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:

BUTLER FINANCIAL GROUP, INC.

Article II

The principal place of business address:

6018 CHEVY DRIVE
JACKSONVILLE, FL. 32216

The mailing address of the corporation is:

P.O. BOX 16717
JACKSONVILLE, FL. 32245

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:

100

Article V

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

GERALD P. JONES, CPA, PA
435 CLARK RD
107
JACKSONVILLE, FL. 32218

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

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Registered Agent Signature: GERALD P. JONES

Article VI

The name and address of the incorporator is:

BRENTON L. BUTLER
P.O. BOX 16717
JACKSONVILLE, FL 32245-6717

Incorporator Signature: BRENTON L. BUTLER

Article VII

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

Title: D
BRENTON L BUTLER
P.O. BOX 16717
JACKSONVILLE, FL. 32245

Title: P
BRENTON L BUTLER
P.O. BOX 16717
JACKSONVILLE, FL. 32245

Title: VP
BRENTON L BUTLER
P.O. BOX 16717
JACKSONVILLE, FL. 32245

Title: T
BRENTON L BUTLER
P.O. BOX 16717
JACKSONVILLE, FL. 32245

Title: S
MELISSA P BUTLER
P.O. BOX 16717
JACKSONVILLE, FL. 32245

Article VIII

The effective date for this corporation shall be:

10/11/2005