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(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

1 Burch OCT 17 2006

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

TCH Capital, Inc.

Signature _____

Requested by: WC

Name _____

Date 10/13

Time 8:30

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

☐ LTD Partnership File _____

☐ Foreign Corp. File _____

☐ L.C. File _____

☐ Fictitious Name File _____

☐ Trade/Service Mark _____

☐ Merger File _____

☐ Art. of Amend. File _____

☐ RA Resignation _____

☐ Dissolution / Withdrawal _____

☐ Annual Report / Reinstatement _____

☒ Cert. Copy _____

☐ Photo Copy _____

☐ Certificate of Good Standing _____

☐ Certificate of Status _____

☐ Certificate of Fictitious Name _____

☐ Corp Record Search _____

☐ Officer Search _____

☐ Fictitious Search _____

☐ Fictitious Owner Search _____

☐ Vehicle Search _____

☐ Driving Record _____

☐ UCC 1 or 3 File _____

☐ UCC 11 Search _____

☐ UCC 11 Retrieval _____

☐ Courier



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

October 16, 2006

CAPITAL CONNECTION, INC.
ATTN: WL

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

SUBJECT: TCII CAPITAL, INC.
Ref. Number: W06000045224

We have received your document for TCII CAPITAL, INC. and your check(s) totaling \$157.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please put the name of the directors in article VI.

An effective date may be added to the Articles of Incorporation if a 2007 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 506A00061381

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

ARTICLES OF INCORPORATION
OF
TCII CAPITAL, INC.

ARTICLE I
CORPORATE NAME AND PRINCIPLE PLACE OF BUSINESS

TCII CAPITAL, INC.
1550 NE Miami Gardens Drive, Suite 310
North Miami Beach, Florida 33179

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TALLAHASSEE, FLORIDA

ARTICLE II
CORPORATE EXISTENCE

The existence shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Florida Department of State.

ARTICLE III
NATURE OF CORPORATE BUSINESS

The Corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States of Florida.

ARTICLE IV
CAPITAL STOCK

This Corporation is authorized to issue a maximum of ten thousand (10,000) shares of stock. The shares authorized shall be common stock, having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE V
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida
shall be:

Gary M. Mars, Esq.
Hyman, Spector & Mars, L.L.C.
150 West Flagler Street, Suite 2701
Miami, Florida 33130

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This Corporation shall have two directors initially. The number of directors may be
either increased or decreased from time to time according to the by-laws, but shall never
be less than one.

The name and address of the initial directors of this Corporation are:

1. President, Treasurer and Director:

Spencer Enslein
1550 NE Miami Gardens Drive, Suite 310
North Miami Beach, Florida 33179

2. Executive Vice President, Secretary and Director:

Jennifer Enslein
1550 NE Miami Gardens Drive, Suite 310
North Miami Beach, Florida 33179

The Members of this Board of Directors shall hold office until the first annual meeting of
stockholders of the Corporation.

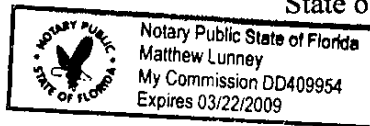
STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, duly authorized in the State of Florida, County of Miami-Dade, to take acknowledgement, personally appeared **Spencer Enslein**, the person described as the Incorporator in the foregoing Articles of Incorporation or who presented the following identification: Personally Known.

WITNESS my hand and seal at Miami-Dade County, Florida this 4
day of October, 2006.


Notary Public
State of Florida

My Commission expires:



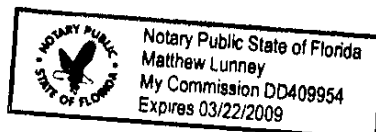
STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, duly authorized in the State of Florida, County of Miami-Dade, to take acknowledgement, personally appeared **Jennifer Enslein**, the person described as the Incorporator in the foregoing Articles of Incorporation or who presented the following identification: Personally Known.

WITNESS my hand and seal at Miami-Dade County, Florida this 4
day of October, 2006.


Notary Public
State of Florida

My Commission expires:



This instrument prepared by:

Gary M. Mars, Esq.
Hyman, Spector & Mars, L.L.C.
150 West Flagler Street, Suite 2701
Miami, Florida 33130
Phone: (305) 371-4244
FBN: 904287

ARTICLE VII
INCORPORATORS

The name and address of the Incorporators executing these Articles of Incorporation are as follows:

INCORPORATOR:

Spencer Enslein


Jennifer Enslein

ADDRESS:

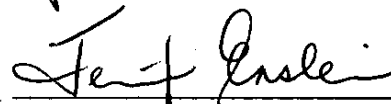
1550 NE Miami Gardens Drive, Suite 310
North Miami Beach, Florida 33179

1550 NE Miami Gardens Drive, Suite 310
North Miami Beach, Florida 33179

The undersigned, being the original subscribers to these Articles of Incorporation, for the purpose of forming a Corporation for profit and to do business both within and out of the State of Florida, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly, have hereunto set their hand and seal this 4th day of October, 2006.



Spencer Enslein

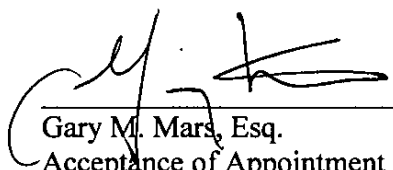


Jennifer Enslein

CERTIFIED DESIGNATED REGISTERED AGENT
FOR SERVICE OF PROCESS

Pursuant to Chapter 48.091 and 607.034 Florida Statutes, the undersigned hereby designates Gary M. Mars, Esq. as its Registered Agent to accept service of process within this State.

The Undersigned hereby accepts the foregoing designation as Registered Agent for service of process within the State of Florida, and agrees to comply with the provisions of the law applicable to said designation with his address being 150 West Flagler Street, Suite 2701, Miami, Florida 33130.



Gary M. Mars, Esq.
Acceptance of Appointment

Date: 10/10/06