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MAR-22-2007 13:41 GRAY, HARRIS & ROBINSON, P.A. 407-244-5690 01/04  
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FLORIDA PROFIT/NON PROFIT CORPORATION

Surgency Capital, Inc.

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**ARTICLES OF INCORPORATION**  
**OF**  
**SURGENCY CAPITAL, INC.**

The undersigned, acting as the Incorporator of SURGENCY CAPITAL, INC., a Florida corporation (the "Corporation"), pursuant to Chapter 607 of the *Florida Statutes*, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for the Corporation:

**ARTICLE I - NAME**

The name of the Corporation is SURGENCY CAPITAL, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The street address of the initial principal office and mailing address of the Corporation shall be 301 E. Pine Street, Suite 1400, Orlando, FL 32801.

**ARTICLE III - PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful businesses for which corporations may be incorporated under Chapter 607, *Florida Statutes*.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of capital stock that the Corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock having a par value of One Cent (\$0.01) per share.

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**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation shall be:

301 E. Pine Street, Suite 1400  
Orlando, Florida 32801

The name of the initial registered agent of the Corporation at that address shall be:

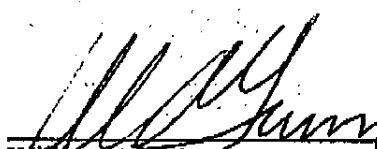
William A. Grimm

**ARTICLE VI - INCORPORATOR**

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
William A. Grimm	301 East Pine Street Suite 1400 Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of  
Incorporation this 21st day of March, 2007.

  
\_\_\_\_\_  
William A. Grimm  
Incorporator

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**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT****SURGENCY CAPITAL, INC.**

The undersigned, having been named as registered agent for the above named Corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts such designation and agrees to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the *Florida Statutes*.

  
William A. Gramm**FILED**2007 MAR 22 AM 10:14  
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