

**Electronic Articles of Incorporation
For**

P08000011941
FILED
January 31, 2008
Sec. Of State
bmcknight

FIRST MERCHANTS CAPITAL, 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:

FIRST MERCHANTS CAPITAL, INC.

Article II

The principal place of business address:

20283 STATE ROAD 7
SUITE 400
BOCA RATON, FL. 33498

The mailing address of the corporation is:

20283 STATE ROAD 7
SUITE 400
BOCA RATON, FL. 33498

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:

1000

Article V

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

SERHAD E OKTAY
21858 MARIGOT DRIVE
BOCA RATON, FL. 33428

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

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Registered Agent Signature: SERHAD OKTAY

Article VI

The name and address of the incorporator is:

SERHAD OKTAY
21858 MARIGOT DRIVE

BOCA RATON, FL 33428

Incorporator Signature: SERHAD OKTAY

Article VII

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

Title: P
SERHAD E OKTAY
21858 MARIGOT DRIVE
BOCA RATON, FL. 33498