

**Electronic Articles of Incorporation  
For**

P08000022366  
FILED  
February 29, 2008  
Sec. Of State  
Ipooe

GROWTH CAPITAL ENTERPRISES, 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:

GROWTH CAPITAL ENTERPRISES, INC.

**Article II**

The principal place of business address:

433 PLAZA REAL  
SUITE 275  
BOCA RATON, FL. 33432

The mailing address of the corporation is:

433 PLAZA REAL  
SUITE 275  
BOCA RATON, FL. 33432

**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:

200,000,000 COMMON; 50,000,000 PREFERRED

**Article V**

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

GUY JEAN-PIERRE  
433 PLAZA REAL  
SUITE 275  
BOCA RATON, FL. 33432

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

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Registered Agent Signature: GUY JEAN-PIERRE

### **Article VI**

The name and address of the incorporator is:

COLLEEN COONEY  
433 PLAZA REAL  
SUITE 275  
BOCA RATON, FL 33432

Incorporator Signature: COLLEEN COONEY

### **Article VII**

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

Title: P  
COLLEEN COONEY  
433 PLAZA REAL  
BOCA RATON, FL. 33432

Title: VP  
DENNIS RUGGERI  
433 PLAZA REAL  
BOCA RATON, FL. 33432

Title: CFO  
MATTHEW COHEN  
433 PLAZA REAL  
BOCA RATON, FL. 33432

Title: S  
GUY JEAN-PIERRE  
433 PLAZA REAL  
BOCA RATON, FL. 33432

### **Article VIII**

The effective date for this corporation shall be:

02/29/2008