

**Electronic Articles of Incorporation
For**

P08000038821
FILED
April 17, 2008
Sec. Of State
bmcknight

FRANKLIN CAPITAL INSURANCE CORP.

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:

FRANKLIN CAPITAL INSURANCE CORP.

Article II

The principal place of business address:

10 NW 42ND AVENUE
210
MIAMI, FL. 33126

The mailing address of the corporation is:

10 NW 42ND AVENUE
210
MIAMI, FL. 33126

Article III

The purpose for which this corporation is organized is:

INSURANCE COMPANY

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:

YENILA TACORONTE
10 NW 42ND AVENUE
210
MIAMI, FL. 33126

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

P08000038821
FILED
April 17, 2008
Sec. Of State
bmcknight

Registered Agent Signature: YENILA TACORONTE

Article VI

The name and address of the incorporator is:

YENILA TACORONTE
10 NW 42ND AVENUE
210
MIAMI, FL 33126

Incorporator Signature: YENILA TACORONTE

Article VII

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

Title: P
YENILA TACORONTE
10 NW 42ND AVENUE, STE 210
MIAMI, FL. 33126

Title: VP
RITA GOMEZ
10 NW 42ND AVENUE, STE 210
MIAMI, FL. 33126

Title: SEC
FAUSTO GAROFALO
10 NW 42ND AVENUE, STE 210
MIAMI, FL. 33126

Article VIII

The effective date for this corporation shall be:

04/16/2008