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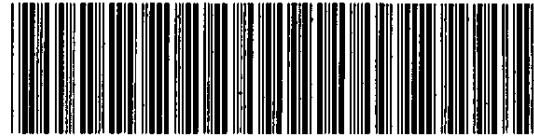
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TALLAHASSEE, FLORIDA

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CRAIG E. ROTHBURD, P.A.

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August 5, 2008

Secretary of State
Attn: Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

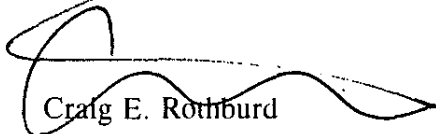
**Re: Articles of Incorporation of Southeast Cost Segregation, Inc.
File No. 5793**

Dear Clerk:

Please find enclosed Articles of Incorporation of **Southeast Cost Segregation, Inc.** and the required filing fee of \$70.00. Please return proof of filing of the Articles of Incorporation in the envelope provided. Thank you in advance for your anticipated cooperation.

Sincerely,

CRAIG E. ROTHBURD, P.A.



Craig E. Rothburd

CER/jo
Enclosure(s)

**ARTICLES OF INCORPORATION
OF
SOUTHEAST COST SEGREGATION, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby associate for the purpose of becoming a corporation for profit under the laws of the State of Florida in compliance with Section 607.0202, Florida Statutes.

I.

The Name of the corporation shall be:

SOUTHEAST COST SEGREGATION, INC.

II.

The principal office of the corporation and the mailing business address of the corporation shall be:

4532 W. Kennedy Boulevard, Suite 199
Tampa, Florida 33609

III.

The purpose for which the corporation is to be formed and the general nature of the corporation's business shall be: to engage in the business of cost segregation, as well as to engage in any other activity or business permitted under the laws of the State of Florida.

IV.

The amount of the capital stock of the corporation shall be One Thousand (1,000) Shares of common stock with a par value of \$1.00 per share.

V.

The amount of capital with which the corporation will begin business will be no less than Five Hundred and No/100 (\$500.00) Dollars.

VI.

The entire voting power for the selection of directors and for all other purposes shall be vested exclusively in the holders of common stock, who shall be entitled to one vote for each share of common stock held by them of record.

VII.

The names and post office addresses of the members of the first Board of Directors, until the first annual meeting of the stockholders are as follows:

NAME:	ADDRESS:
Randall J. Planthaber	4532 W. Kennedy Boulevard, Suite 199 Tampa, Florida 33609

VIII.

The number of directors is to be not less than one nor more than five and the directors need not be stockholders. Any vacancies created in the Board of Directors shall be filled by special meeting of the stockholders.

IX.

The names and post office addresses of the officers of the corporation until the first annual meeting of the stockholders are as follows:

NAME:	ADDRESS:
Randall J. Planthaber, Pres/Sec/Treas.	4532 W. Kennedy Boulevard, Suite 199 Tampa, Florida 33609

X.

The names and post office addresses of each subscriber/incorporator of the Articles of Incorporation and the number of shares of common stock which he or she agrees to take are as follows:

NAME:	ADDRESS:	NUMBER OF SHARES:
Randall J. Planthaber	4532 W. Kennedy Boulevard, Suite 199 Tampa, Florida 33609	1,000 shares

XI.

The duration of the corporation is to be perpetual.

XII.

The street address corporation's initial registered office and the name of its initial registered agent at that office are as follows:

Initial Registered Agent:

Street Address:

Craig E. Rothburd, Esquire

808 W. De Leon Street
Tampa, FL 33606-2722

IN WITNESS WHEREOF, I have made, signed and acknowledged these Articles of Incorporation for Southeast Cost Segregation, Inc., this 4th day of August, 2008.


RANDALL J. PLANTHABER,
INCORPORATOR

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In pursuance of Section 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First that SOUTHEAST COST SEGREGATION, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Tampa, County of Hillsborough, State of Florida has named Craig E. Rothburd, Esquire, 808 W. De Leon Street, Tampa, Florida, 33606-2722, City of Tampa, County of Hillsborough, State of Florida, as its agent to accept service of process with this state.

**ACKNOWLEDGMENT OF REGISTERED AGENT AND DUTIES
PURSUANT TO SECTION 607.0505, FLORIDA STATUTES**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 607, Florida Statutes relative to keeping open said office.


Craig E. Rothburd

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TALLAHASSEE, FLORIDA