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FLORIDA PROFIT/NON PROFIT CORPORATION

RDB Investment Management Corp

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
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**ARTICLES OF INCORPORATION
OF
RDB INVESTMENT MANAGEMENT CORP**

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation

**ARTICLE I
Name**

The name of this corporation is:

RDB Investment Management Corp

**ARTICLE II
Duration**

This corporation shall have perpetual existence, commencing upon filing of these Articles of Incorporation.

**ARTICLE III
Principal Office and Mailing Address**

The address of the principal office and the mailing address of this corporation is 2202 N. Westshore Boulevard, 5th Floor, Tampa, Florida 33607.

**ARTICLE IV
Capital Stock**

This corporation is authorized to issue ten thousand (10,000) shares of common stock, each with a par value of one cent (\$.01).

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ARTICLE V
Preemptive Rights

This corporation elects to have preemptive rights.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 2202 N. Westshore Boulevard, 5th Floor, Tampa, Florida 33607, and the name of the initial registered agent of this corporation at that address is Robert D. Basham.

ARTICLE VII
Incorporator

The name and mailing address of the incorporator are:

Name:

Address:

Robert D. Basham

2202 N. Westshore Boulevard, 5th Floor
Tampa, Florida 33607

ARTICLE VIII
Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in the manner provided in the bylaws, but shall never be less than one (1). The name and street address of the initial director of this corporation are:

Name:

Address:

Robert D. Basham

2202 N. Westshore Boulevard, 5th Floor
Tampa, Florida 33607

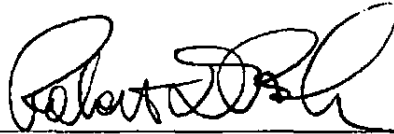
ARTICLE IX
Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE X
Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31st day of December, 2008, and the undersigned registered agent acknowledges that he is familiar with, and accepts, the obligations of registered agent of this corporation.



Robert D. Basham
Incorporator and Registered Agent

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