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January 16, 2009

FLORIDA DEPARTMENT OF STATE Division of Corporations

FISHER & SAULS PA

SUBJECT: BUSINESS & BANKING ADVISORS, INC. REF: W09000002500

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Written approval and clearance of the terms BANK, BANKER, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION or words of similar import, must be obtained from the Office of Financial Institutions, pursuant to section 655.922(2a), Florida Statutes.

If you have any further questions concerning your document, please call (850) 245-6931.

Becky McKnight Regulatory Specialist II New Filing Section FAX Aud. #: E09000009964 Letter Number: 809A00001785

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		FINANCIAL SERVICES COMMISSION
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ALEX HAGER ACTING COMMISSIONER ALEX SINK CHIEF FINANCIAL OFFICER

CHARLES BRONSON COMMISSIONER OF AGRICULTURE

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January 20, 2008

Mr. Robert Kapusta, Jr. Fisher & Sauls, P.A. 100 2nd Avenue South, Suite 701 St. Petersburg, Florida 33701

Dear Mr. Kapusta:

Re: Business & Banking Advisors, Inc.

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Office that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Office does not object to your use of the above-referenced name being registered to conduct business in the state of Florida. However, this does not give one the authority to act in any licensed capacity until all licensing requirements have been met within this state.

Sincerely,

Linda B. Charity Director

LBC:bk

cc: Karon Beyer, Chief, Bureau of Commercial Recordings, Division of Corporations, Department of State

...

MAILING ADDRESS: DIVISION OF FINANCIAL INSTITUTIONS 200 EAST GAINES STREET, TALLAHASBER, FLORIDA 32399-0371 (850) 410-9500 • FAX (850) 410-9548

Affirmative Action / Equal Opportunity Employer

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	BUSINESS & BANKING A	ADVISORS, INC.	12: 10 STATE L'ORIDZ	أم ريس

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is Business & Banking Advisors, Inc., and its principal office or mailing address is 8461 125th Ct. N., Seminole, Florida 33776.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of \$0.01 par value common stock.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 8461 125th Ct. N., Seminole, Florida 33776, and the name of the initial registered agent is Marcus W. Greene.

ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one director. The number of directors may be either increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of this Corporation is:

NAME

ADDRESS

Marcus W. Greene

8461 125th Ct. N., Seminole, Florida 33776

Prepared by: Robert Kapusta, Jr. FBN: 441538 Fisher & Sauls, P.A. 100 Second Avenue South St. Petersburg, Florida 33701 (727) 822-2033

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ARTICLE 7: INCORPORATOR

The name and address of the incorporator signing these Articles is:

NAME ADDRESS

Marcus W. Greene

8461 125th Ct. N., Seminole, Florida 33776

ARTICLE 8: PREEMPTIVE RIGHTS

Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of issue then bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the common stock who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within 30 days of his receipt of a written notice from this Corporation inviting him to exercise such right.

ARTICLE 9: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 10: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 11: AMENDMENT

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

16 day of <u>Jonutory</u>, 2009.

Greene "Incorporator"

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 15 day of Somerse .2009 freene, Registered Agent

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