

May 11, 2010 1:46PM Barnett, Bolt  
Division of Corporations  
P10000022213 No. 12 P. 1 of 1

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FLORIDA PROFIT/NON PROFIT CORPORATION  
Beacon Capital Holdings, Inc.

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**ARTICLES OF INCORPORATION  
OF  
BEACON CAPITAL HOLDINGS, INC.**

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:

Beacon Capital Holdings, Inc.

**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 of this corporation is 2005 Pan Am Circle, Suite 800, Tampa, Florida 33607, and the mailing address is P.O. Box 18512, Tampa, Florida 33679.

**ARTICLE IV**

**Capital Stock**

This corporation is authorized to issue ten million (10,000,000) 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 601 Bayshore Boulevard, Suite 700, Tampa, Florida 33606, and the name of the initial registered agent of this corporation at that address is Craig E. Behrenfeld.

**ARTICLE VII**  
**Incorporator**

The name and mailing address of the incorporator are:

Name:

Address:

Craig E. Behrenfeld

601 Bayshore Boulevard, Suite 700  
Tampa, Florida 33606

**ARTICLE VIII**  
**Indemnification**

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

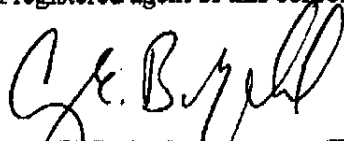
**ARTICLE IX**  
**Amendment**

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.

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**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 11th day of March, 2010, and the undersigned registered agent acknowledges that he is familiar with, and accepts, the obligations of registered agent of this corporation.



Craig E. Behrenfeld  
Incorporator and Registered Agent

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