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FLORIDA PROFIT/NON PROFIT CORPORATION  
PALMERA ADVISORS, INC.

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**ARTICLES OF INCORPORATION OF  
PALMERA ADVISORS, INC.**SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I**  
**NAME**

The name of the Corporation is "PALMERA ADVISORS, INC."

**ARTICLE II**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the Corporation's principal office and the mailing address of the Corporation are:

1580 Sawgrass Corporate Parkway, Suite 110  
Sunrise, Florida 33323

**ARTICLE III**  
**PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

**ARTICLE IV**  
**CAPITAL STOCK**

The Corporation is authorized to issue 1,000,000 shares of common stock, One Cent (\$0.01) par value per share.

**ARTICLE V**  
**INITIAL REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

Glenn M. Grossman  
1580 Sawgrass Corporate Parkway, Suite 110  
Sunrise, Florida 33323

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

The Corporation shall have initially two (2) directors to hold office until the first annual meeting of shareholders and until their successors shall have been elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased

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from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial directors of the Corporation are:

Glenn M. Grossman  
1580 Sawgrass Corporate Parkway, Suite 110  
Sunrise, Florida 33323

Delton Cunningham  
3910 S. Drexel Ave  
Tampa, FL 33611

ARTICLE VII  
INCORPORATOR

The name and address of the person signing these Articles as Incorporator are:

Paul R. Lynch  
101 E. Kennedy Blvd., Suite 2800  
Tampa, FL 33602

ARTICLE VIII  
INDEMNIFICATION

The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law.

13<sup>th</sup> IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this day of May, 2010.

  
Paul R. Lynch,  
Incorporator

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is PALMERA ADVISORS, INC.
2. The name and address of the registered agent and office are:

Glenn M. Grossman  
1580 Sawgrass Corporate Parkway, Suite 110  
Sunrise, Florida 33323

SIGNATURE



(Paul R. Lynch)

TITLE:

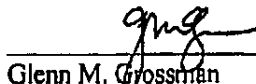
Incorporator

DATE:

May 13, 2010

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



Glenn M. Grossman

DATE

May 13, 2010