

**Electronic Articles of Incorporation  
For**

P10000102544  
FILED  
December 21, 2010  
Sec. Of State  
psmith

COLD RIVER CAPITAL, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

**Article I**

The name of the corporation is:  
COLD RIVER CAPITAL, INC.

**Article II**

The principal place of business address:  
9825 MARINA BLVD  
SUITE 100  
BOCA RATON, FL. US 33428

The mailing address of the corporation is:  
9 RICHARD AVENUE  
BELLINGHAM, MA. US 02019

**Article III**

The purpose for which this corporation is organized is:  
INVESTMENT MANAGEMENT

**Article IV**

The number of shares the corporation is authorized to issue is:  
3000000

**Article V**

The name and Florida street address of the registered agent is:  
AMERICAN SAFETY COUNCIL, INC.  
5125 ADANSON ST.  
SUITE 500  
ORLANDO, FL. 32804

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: LAURA REGIER

### **Article VI**

The name and address of the incorporator is:

PHIL SANDS  
9825 MARINA BLVD  
SUITE 100  
BOCA RATON FL, 33428

Incorporator Signature: PHIL SANDS

### **Article VII**

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PD  
PHIL SANDS  
9 RICHARD AVENUE  
BELLINGHAM, MA. 02019 US

Title: SD  
DIRK HOLZHAUER  
9825 MARINA BLVD SUITE 100  
BOCA RATON, FL. 33428 US

Title: TD  
GARY FLINT  
9825 MARINA BLVD, SUITE 100  
BOCA RATON, FL. 33428 US

### **Article VIII**

The effective date for this corporation shall be:

01/01/2011