

**Electronic Articles of Incorporation
For**

P11000006352
FILED
January 19, 2011
Sec. Of State
tburch

JCP 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:

JCP CAPITAL INC.

Article II

The principal place of business address:

905 MILL CREEK DRIVE
PALM BEACH GARDENS, FL. 33410

The mailing address of the corporation is:

905 MILL CREEK DRIVE
PALM BEACH GARDENS, FL. 33410

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

2000 SHARES ISSUED @ .01 PAR VALUE

Article V

The name and Florida street address of the registered agent is:

JEFFREY PELLAR
905 MILL CREEK DRIVE
PALM BEACH GARDENS, FL. 33410

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

Registered Agent Signature: JEFFREY PELLAR

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Article VI

The name and address of the incorporator is:

INCORPORATETIME.COM, INC.
173 N. MAIN STREET, SUITE 400

SAYVILLE, NY 11782

Electronic Signature of Incorporator: KERRY WALSH

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: D/P
JEFFREY PELLAR
905 MILL CREEK DRIVE
PALM BEACH GARDENS, FL. 33410

Title: D
KAREN PELLAR
905 MILL CREEK DRIVE
PALM BEACH GARDENS, FL. 33410