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**FLORIDA PROFIT/NON PROFIT CORPORATION
SANIBEL-CAPTIVA INVESTMENT ADVISERS, INC.**

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**ARTICLES OF INCORPORATION
OF
SANIBEL-CAPTIVA INVESTMENT ADVISERS, INC.**

The undersigned, acting as incorporator of the captioned corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME AND PRINCIPAL OFFICE**

The name of this corporation is SANIBEL-CAPTIVA INVESTMENT ADVISERS, INC. (the "Corporation") and its principal office and mailing address is 2460 Palm Ridge Rd., Suite 1, Sanibel, Florida 33957-3202.

**ARTICLE II
COMMENCEMENT OF CORPORATE EXISTENCE**

The Corporation shall commence its existence effective as of July 11, 2011.

**ARTICLE III
GENERAL NATURE OF BUSINESS**

The Corporation may transact any lawful business for which corporations may be incorporated under Florida law.

Brenda K. Holland, Paralegal
Bush Ross, P.A.
P.O. Box 3913, Tampa, FL 33601
813-224-9255
Facsimile Audit No.: H11000182247 3

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ARTICLE IV
CAPITAL STOCK

The aggregate number of shares of stock authorized to be issued by this corporation shall be 10,000 shares of common stock, each with a par value of \$.001. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the Corporation upon liquidation or dissolution.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation shall be 1801 N. Highland Avenue, Tampa, Florida 33602, and the initial registered agent of the Corporation at such address is BUSH ROSS REGISTERED AGENT SERVICES, LLC.

ARTICLE VI
INCORPORATOR

The name and address of the Corporation's incorporator is:

Name

Address

Brenda K. Holland

1801 North Highland Avenue
Tampa, Florida 33602

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ARTICLE VII

BY-LAWS

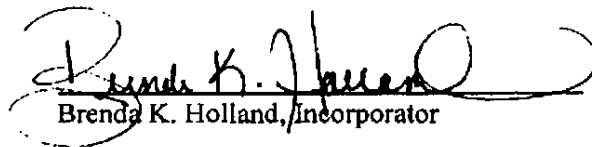
The power to adopt, alter, amend or repeal by-laws of this Corporation shall be vested in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the Corporation.

ARTICLE VIII

INDEMNIFICATION

If the criteria set forth in §607.0850(1) or (2), *Florida Statutes*, as then in effect, have been met, then the Corporation shall indemnify any director, officer, employee or agent thereof, whether current or former, together with his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by §607.0850, as then in effect, or by any successor law thereto.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15th day of July, 2011.


Brenda K. Holland, Incorporator

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CERTIFICATE DESIGNATING
REGISTERED AGENT

Pursuant to the provisions of §§48.091 and 607.0501, *Florida Statutes*, SANIBEL-CAPTIVA INVESTMENT ADVISERS, INC., desiring to organize under the laws of the State of Florida, hereby designates BUSH ROSS REGISTERED AGENT SERVICES, LLC, as its Registered Agent for the purpose of accepting service of process within such State and designates 1801 N. Highland Avenue, Tampa, Florida 33602, the business office of its Registered Agent, as its Registered Office.


SANIBEL-CAPTIVA INVESTMENT
ADVISERS, INC.

By: 
Brenda K. Holland, Incorporator

ACKNOWLEDGMENT

BUSH ROSS REGISTERED AGENT SERVICES, LLC hereby accepts the appointment as Registered Agent of the above named corporation, and agrees to act as such in accordance with the provisions of §§48.091 and 607.0505, *Florida Statutes*.

BUSH ROSS REGISTERED AGENT
SERVICES, LLC

By: 
John N. Giordano, Vice President