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FLORIDA RESEARCH & FILING SERVICES, INC.

p. 1 of 1

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FLORIDA PROFIT/NON PROFIT CORPORATION  
CAUTLEY, INC.

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**ARTICLES OF INCORPORATION**

**OF**

**CAUTLEY, INC.**

The undersigned hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be Cautley, Inc. The address of the principal office of this corporation shall be 251 Crandon Blvd., #430, Key Biscayne, FL 33149 and the mailing address of the corporation shall be the same.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock the corporation is authorized to have outstanding at any one time is 500 shares all of which shall be classified as common stock and have a par value of \$1.00 each.

**ARTICLE IV. REGISTERED AGENT**

The street address of the initial registered office of this corporation shall be 1500 San Remo Avenue, Suite 125, Coral Gables, FL 33146, and the name of the initial registered agent of the corporation at that address is Atrium Registered Agents, Inc.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

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**ARTICLE VI. OFFICERS AND DIRECTORS**

The names and addresses of the initial Officers and Directors are:

Veronica A. Vargas  
251 Crandon Blvd., #430  
Key Biscayne, FL 33149

- Director, President  
and Secretary

**ARTICLE VII. INCORPORATOR**

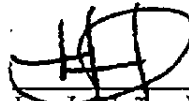
The name and address of the incorporator of these Articles of Incorporation is:

Jose L. Nuñez, Esq.  
PACKMAN, NEUWAHL & ROSENBERG  
1500 San Remo Avenue, Suite 125  
Coral Gables, FL 33146

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and  
seal on the 17<sup>th</sup> day of April, 2012.

PACKMAN, NEUWAHL & ROSENBERG

By:



Jose L. Nuñez, Vice President

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

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 DESIGNATING ITS REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is:

**CAUTLEY, INC.**

2. The name and address of the registered agent and office is:

**ATRIUM REGISTERED AGENTS, INC.  
1500 SAN REMO AVENUE  
SUITE 125  
CORAL GABLES, FL 33146**

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

ATRIUM REGISTERED AGENTS, INC.

By: \_\_\_\_\_

Jose L. Nunez, Vice President

Date: April 17, 2012

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