

**Electronic Articles of Incorporation
For**

P12000103655
FILED
December 24, 2012
Sec. Of State
dcushing

FD 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:

FD CAPITAL, INC

Article II

The principal place of business address:

3001 ROCKY POINT DRIVE EAST
2ND FLOOR
TAMPA, FL. 33607

The mailing address of the corporation is:

3001 ROCKY POINT DRIVE EAST
2ND FLOOR
TAMPA, FL. 33607

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:

10 000 000

Article V

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

US 24 GROUP LLC
3001 ROCKY POINT DRIVE EAST
2ND FLOOR
TAMPA, FL. 33607

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

Registered Agent Signature: PETER HARRIS

Article VI

The name and address of the incorporator is:

US 24 GROUP LLC
3001 ROCKY POINT DRIVE EAST
2ND FLOOR
TAMPA, FL 33607

Electronic Signature of Incorporator: MICHAEL SCHUETT

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: PCEO
FRANZ WILZBACH
3001 ROCKY POINT DRIVE EAST
TAMPA, FL. 33607

Title: VP
SVEN D KOECHLER
3001 ROCKY POINT DRIVE EAST
TAMPA, FL. 33607

Article VIII

The effective date for this corporation shall be:

01/01/2013