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| OTHER FILINGS | REGISTRATION/ QUALIFICATION | | UL4" |
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ARTICLES OF INCORPORATION

OF

FLORIDA FINANCIAL CONSULTANTS, INC.



The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1: NAME

The name of this Corporation (the "Corporation") shall be Florida Financial Consultants, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 5033 Louvinia Drive, Tallahassee, Florida, 32311.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of one (\$1.00) dollar per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Louis F. Powell, 20030 N.W. 63rd Place, Miami, Florida 33015-2173.

ARTICLE V: INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Louis F. Powell 20030 N.W. 63rd Place Miami, Florida 33015-2173 Dannie C. Warren 5033 Louvinia Drive Tallahassee, Florida 32311

ARTICLE VI: GENERAL PROVISIONS

- (a) A director of the Corporation may transact business, borrow, lend or otherwise deal or contract with the Corporation to the full extent and subject only to the limitations and provisions of the raws of the State of Florida and the laws of the United States.
- (b) The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or director of the Corporation (whether or not he continues to be an officer of director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States. This provision shall be in addition to any other rights to which those indemnified may be entitled under any By-Laws, agreements, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and is to continue as to any person who has ceased to be a director of officer, and shall incre to the benefit of the heirs, executors and administrators of such a person.

The undersigned has executed these Articles of Incorporation this 14th day of February, 1995.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Louis F. Powell, Incorporator

Dannie C. Warren, Incorporator

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the corporation mentioned below, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is Florida Financial Consultants, Inc.
- 2. The name and address of the registered agent and office is Louis F. Powell, 20030 N.W. 63rd Place, Miami, Florida 33015-2173.

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

Louis F. Powell

Dated: February 14, 1995

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SECRETARY OF STATE