

P96000045786

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service _____ Two Day Service _____

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

PH 5/30/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	5/30		
TIME	10:00		CK No. _____
BY	DD		

WALK-IN _____
 Will Pick Up _____

RE: Diversified Capital Corp. No. 52810

DATE: 05 MAY 30 AM 11:20

	C.O. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		
SUBTOTALS		

FEE.....
 DISBURSED.....
 SURCHARGE.....
 TAX on corporate supplies.....
 SUBTOTAL.....
 PREPAID.....
 BALANCE DUE.....

RECEIVED
 05 MAY 30 AM 10:09
 DIVISION OF CORPORATION

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 15% per Annum.

THANK YOU
 from
 Your Capital Connection

**ARTICLES OF INCORPORATION
OF
DIVERSIFIED CAPITAL GROUP, INC.**

FILED
20 MAY 30 AM 11:20
CLERK OF THE COURT
TALLAHASSEE, FLORIDA

I, the undersigned, for the purpose of becoming a corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporation for profit, do hereby certify, declare and set forth as follows, to wit:

ARTICLE I

NAME

The name of the corporation shall be:

DIVERSIFIED CAPITAL GROUP, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature and the object and purposes proposed to be transacted and carried on is consulting, and any and all other lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall be FIVE HUNDRED (500) shares of \$1.00 par value.

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall be FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V

CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Christian Hainsworth	525 S. Flagler Drive, Suite 301 West Palm Beach, Florida 33401	same

The registered office of the corporation and its principal place of business shall be as above,

with the privilege of having branch offices at other places within or without the State of Florida. The registered agent at the above address shall be Christian Haineworth.

ARTICLE VII

OFFICERS AND DIRECTORS

The names and post office addresses of the officers and first Board of Directors of this corporation who shall hold office for the first year or until successors are chosen shall be:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Christian Haineworth	625 S. Flagler Drive, Suite 301 West Palm Beach, Florida 33401	President

The corporation shall have at least one and not more than five directors, and no person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.

ARTICLE VIII

SUBSCRIBERS

The name and post office address of the subscribers to these Articles of Incorporation, and the number of shares they agree to take, is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Christian Haineworth	625 S. Flagler Drive, Suite 301 West Palm Beach, Florida 33401	500

ARTICLE IX

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

Directors of this corporation shall have the power to make or amend By-Laws and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its members and upon the dividends due them from any indebtedness of such members of the corporation.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does hereby make and file these Articles, hereby declaring and certifying the facts herein stated are true, and does agree to take the number of shares hereinabove set forth, and hereunto set his hand and seal this 28 day of MAY, 1996.

In the presence of:

Boa Mackle
Kelly L Hurley

Christian Hainsworth
CHRISTIAN HAINSWORTH

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

)ss

BEFORE ME, the undersigned authority, personally appeared, CHRISTIAN HAINSWORTH, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation, and (s)he acknowledged before me that (s)he executed the same for the purposes therein express.

By: Kelly L Hurley
Name: KELLY L HURLEY
Notary Public-State of Florida
My Commission Expires:



To: The Department of State
Tallahassee, Florida 32304

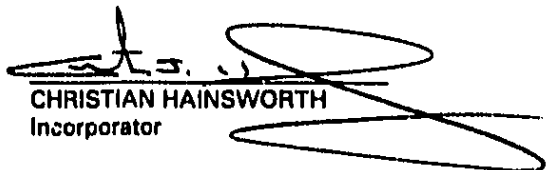
FILED
91 MAY 30 AM 11:20
DEPT. OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.325 of the Florida General Corporation Act, the following is submitted:

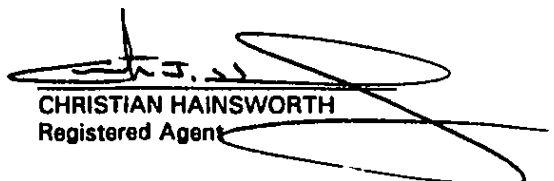
DIVERSIFIED CAPITAL GROUP, INC., with its place of business at 525 S. Flagler Drive, Suite 301, West Palm Beach, Florida 33401 has named CHRISTIAN HAINSWORTH located at 525 S. Flagler Drive, Suite 301, West Palm Beach, Florida 33401, as its agent to accept service of process within Florida.

Dated: 5-28, 1996.


CHRISTIAN HAINSWORTH
Incorporator

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated: 5-28, 1996.


CHRISTIAN HAINSWORTH
Registered Agent

P960000 45786

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Diversified Capital
Connection Inc.

	C.O. FEE.	DISBURSED
Capital Express™		
Art. of Inc. Filing		
Corp. Record Search		
Ltd. Partnership Filing		
Foreign Corp. Filing		
<input checked="" type="checkbox"/> 1 Copy(s)		
<input checked="" type="checkbox"/> Art. of Amend. Filing		
Dissolution/Withdrawal		
C U S-		
Fictitious Name Filing		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate KII		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 Filing		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prop.		
FAX () pgs.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY APAC _____

WALK-IN Will Pick Up 916 1100

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

DIVERSIFIED CAPITAL GROUP, INC.

Pursuant to the provisions of Section 007.1000, Florida Statute, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article VI shall be amended to Charles R. Cook as Registered Agent, at same address. (See now designation and acceptance of Registered Agent attached hereto.)

Article VII shall be amended to Charles R. Cook as President, at same address.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment is not contained in the amendment itself, are as follows:

Christian Hainsworth, as original subscriber shall transfer to Charles R. Cook all 500 total shares of the corporation.

THIRD: The date of each amendment's adoption: 5-10-78

FOURTH: Adoption of Amendment(s) (check one)

☒ ~~___~~

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

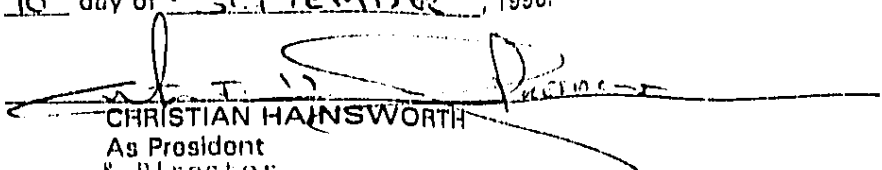
"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ (voting group)."

☒ The amendment(s) was/were adopted by the Board of Directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the Incorporators without shareholder action and shareholder action was not required.

SIGNED this 10 day of SEPTEMBER, 1990.

SIGNATURE


CHRISTIAN HAINSWORTH
As President
& Director

To: The Department of State
Tallahassee, Florida 32304

**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.325 of the Florida General Corporation Act, the following is submitted:

DIVERSIFIED CAPITAL GROUP, INC., with its place of business at 525 S. Flagler Drive, Suite 301, West Palm Beach, Florida 33401 has named CHARLES R. COOK located at 525 S. Flagler Drive, Suite 301, West Palm Beach, Florida 33401, as its agent to accept service of process within Florida.

Dated: 9/10, 1996.

CLLCC
CHARLES R. COOK
President

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated: 9/10, 1996.

CLLCC
CHARLES R. COOK
Registered Agent