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AUTHORIZATION Pallicia Pyrib

COST LIMIT: \$ 70.00

ORDER DATE: July 16, 1996

ORDER TIME : 4:54 PM

ORDER NO. : 021794

CUSTOMER NO: 84529A

CUSTOMER: Mark A. Schaum, Esq

WINTER & SCHAUM, PA

Suite 137

2300 Corporate Boulevard, N.w.

Boca Raton, FL 33431

DOMESTIC FILING

NAME: SOUTHERN FINANCIAL PLANNERS,

INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

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FILED GEORETARY OF STATE OPTISION OF CORPORATIONS

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### ARTICLES OF INCORPORATION

OF

SOUTHERN FINANCIAL PLANNERS, INC.

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

### ARTICLE T. NAME

The name of the corporation shall be:

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SOUTHERN FINANCIAL PLANNERS, INC.

The address of the principal office of this corporation shall be 8012 Buttonwood Circle, Tamarac, Florida 33321, 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 that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having no par value per share.

### ARTICLE IV. REGISTERED AGENT

The atreet address of the initial registered office of the corporation shall be 2300 Corporate Boulevard, Suite 137, Boca Raton, Florida 33431, and the name of the initial registered agent of the corporation at that address is Mark A. Schaum, Esquire.

### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

### ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Sidney F. Peskin Dir.

8012 Buttonwood Circle Tamarac, Florida 33321

### ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Haya Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on July 16, 1996.

CORPORATION SERVICE COMPANY

Its Agenc, Gail Shelby

DMK/dw1

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### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PUNGUANT TO THE PROVISIONS OF SECTION 607.0501 of 517.0501, ELABIDA OF THE STATE OF SECTION 607.0501 of 517.0501, ELABIDA OF THE STATE OF SECTION 607.0501 of 517.0501, ELABIDA OF THE STATE OF SECTION 607.0501 of 517.0501, ELABIDA OF SECTION 607.0501, E

| 1. The name of the corporation is: SOUTHERN FINANCIAL PLANNERS. I   | ľΝι |
|---|-----|
| 2. The grown and address of the   |     |
| 2. The name and address of the registered agent and effice is:  |     |
| Mark A. Schaum, Raquire Winter & Schaum, P.A.   |     |
| 2300 Corporate Boulevard, Suite 137   |     |
| (P.O. Box not acceptable)   |     |
| Boca Raton, FL 33431  |     |
| (City/Sute/Zip)   |     |
|   |     |
| Having been named as registered agent and to accept service of process for the above stated comporation 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. |     |
|   |     |

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL

## P96000059856

December 20, 1996

Florida Department Of State Division Of Corporations P.O.Box 6327 Tallahassee, Florida 32314

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Gentlemen,

Re: Southern Financial Planners, Inc. 8012 Buttonwood Circle Tamarac, FL. 33321

Enclosed are Articles of Dissolution for the corporation referred to herein, together with our check in amount of \$ 96.25 to cover the cost of filing fee, certified copy of the dissolution and the certificate of Status.

Thank you for your cooperation in this matter.

Very truly yours, Southern Financial, Planners, Inc.

Sidney F. Peskin, President

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SECRETARY OF STATE
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### ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

| FIRST:       | The name of the corporation is: SOUTHERN FINANCIAL PLANNERS, INC   |
|--------------|--|
| SECOND:      | The date dissolution was authorized: December 20, 1996   |
| THIRD:       | Adoption of Dissolution (CHECK ONE)  |
| Disso<br>was | plution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval.                  |
| Disso        | olution was approved by vote of the shareholders through voting groups.  |
| 177.<br>en   | te following statement must be separately provided for each voting group  titled to vote separately on the plan to dissolve: |
| The n        | number of votes cast for dissolution was sufficient for approval by  |
| -            |  |
| Signed       | (voting group)  this 20 day of December , 1996   |
| Signature    | By the Chairman or Vice Chair of St. Com.  |
|              | (By the Chairman or Vice Chairman of the Board, President, or other officer)   |
| -            | SIDNEY F. PESKIN (Typed or printed name)   |
|              | PRESIDENT  |
|              | (Title)  |