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TRIPP SCOTT CONKLIN

No. 3374 P. 1/4

FLORIDA DIVISION OF CORPORATIONS

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NAME: CAPITAL CONSULTANTS & ADVISORS, INC.

AUDIT NUMBER.....H96000012704

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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**ARTICLES OF INCORPORATION  
OF  
CAPITAL CONSULTANTS & ADVISORS, INC.**

The Incorporator named herein does hereby subscribe to and file these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I**

**NAME**

The name of this Corporation is:

**Capital Consultants & Advisors, Inc.**

**ARTICLE I  
PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE II  
CAPITAL STOCK**

This Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE III  
PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION**

The principal office and mailing address of this Corporation is:

**8 Cayuga Lane  
Sea Ranch Lakes, FL 33308**

Prepared by: Dennis D. Smith, Esq.  
Bar No. 242098  
Tripp, Scott, Conklin & Smith  
P.O. Box 14245  
Fort Lauderdale, FL 33302  
(954) 525-7500

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**ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

Brent D. Burns  
8 Cayuga Lane  
Sea Ranch Lakes, FL 33308

**ARTICLE V  
PRE-EMPTIVE RIGHTS**

Each shareholder of the Corporation shall have full pre-emptive rights to acquire proportional amounts of the Corporation's unissued shares upon the decision of the Board of Directors to issue shares.

**ARTICLE VI  
INCORPORATOR**

The name and street address of the Incorporator is:

Brent D. Burns  
8 Cayuga Lane  
Sea Ranch Lakes, FL 33308

**ARTICLE VII  
INITIAL BOARD OF DIRECTORS**

This Corporation shall have two Directors initially. The number of Directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The names and addresses of the initial Directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Brent D. Burns	8 Cayuga Lane Sea Ranch Lakes, FL 33308
Tammy J. Burns	8 Cayuga Lane Sea Ranch Lakes, FL 33308

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No. 3374 P. 4/4  
H96000012704

**ARTICLE VIII  
INDEMNIFICATION**

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The Corporation shall indemnify any Officer or Director, or any ~~former Officer or Director~~,  
to the full extent permitted by law.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent have  
executed these Articles of Incorporation this 11th day of September, 1996.

  
Brent D. Burns, Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of  
Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity,  
and acknowledges that he is familiar with, and accepts the obligations imposed upon registered  
agents under the Florida Business Corporation Act, including specifically Section 607.0505.

  
Brent D. Burns, Registered Agent