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#### ARTICLES OF INCORPORATION

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 $\mathbf{OF}$ 

SECRETARY OF STATE TALLAMASSEE, FLORIDA

# FINANCIAL CONSULTANTS OF CENTRAL FLORIDA, INC.

EFFECTIVE DATE
3-19-97

ARTICLE I - Name

The name of this corporation is FINANCIAL CONSULTANTS OF CENTRAL FLORIDA, INC. The mailing address and the principal place of business shall be 2392 Windward Cove, Kissimmee, Florida 34746.

### **ARTICLE II - Duration**

This corporation shall exist in perpetuity, commencing on the date of execution and acknowledgment of these Articles.

## ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

# ARTICLE IV - Capital Stock

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

# ARTICLE V - Pre-emptive Rights

Every share holder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share of such stock (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

Name

Address

Michael C. Carr

2392 Windward Cove, Kissimmee, FL 34746

# ARTICLE VII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 2392 Windward Cove, Kissimmee, FL 34746 and the name of the initial registered agent of this corporation at that address is Michael C. Carr.

## ARTICLE VIII - Incorporator

The name and address of the person signing these articles is:

<u>Name</u>

Address

Michael C. Carr

2392 Windward Cove, Kissimmee, FL 34746

#### ARTICLE IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

## ARTICLE X - Amendment

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with not less than a majority vote of the common stock.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19th day of March, 1997.

MICHAEL C. CARR

STATE OF FLORIDA COUNTY OF OSCEOLA

The foregoing instrument was sworn to before me this 2/11 day of March, 1997, by MICHAEL C. CARR. He is personally known to me or who has produced Property Known as identification.

OFFICIAL NOTARY SEAL FRANKLIN P STARR NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC328222 MY COMMISSIO. J EXP. DEC. 25,1997

Notary Public, State of Florida

Franklin A Starr

Typed, Printed or Stamped Notary Name

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA.

·97 MAR 24 PM 3: 44

NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First - that FINANCIAL CONSULTANTS OF CENTRAL FLORIDA, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2392 Windward Cove, Kissimmee, Florida 34746, State of Florida, has named MICHAEL C. CARR, located at 2392 Windward Cove, Kissimmee, Florida 34746, State of Florida, as its agent to accept service of process within Florida.

Signature:	Mellem
Title:	Incorporator
Date:	3-21-97

Having been named to accept service of process for the above 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.

Date: