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JACKSONVILLE, FLORIDA 32255-0895

April 17, 1997

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Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation of Southeast Coastal Securities, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for a new corporation, SOUTHEAST COASTAL SECURITIES, INC., together with your filing fee of \$122.50.

I would appreciate your filing same and returning a certified copy to the undersigned, together with the appropriate charter number.

Your assistance in this matter is greatly appreciated.

Sincerely yours,



C. Randolph Coleman, Esq.

CRC:pl
Enclosures

FILED
97 APR 23 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Y B. REGISTER APR 23 1997

**ARTICLES OF INCORPORATION
OF
SOUTHEAST COASTAL SECURITIES, INC.**

FILED
97 APR 23 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

**ARTICLE I
NAME**

The name of the corporation shall be: **SOUTHEAST COASTAL SECURITIES, INC..**

**ARTICLE II
DURATION**

The corporation shall exist in perpetuity.

**ARTICLE III
PURPOSE**

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

**ARTICLE IV
CAPITAL STOCK**

The corporation is authorized to issue One Hundred (100) shares of nonpar value voting common stock which shall be designated "Common Shares".

**ARTICLE V
RIGHT OF SHARES OF CAPITAL STOCK**

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares, each share having one vote.

Nothing in these Articles shall be construed to allow cumulative voting of shares.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

The initial Registered Agent is C. Randolph Coleman, 9250 Baymeadows Road, Suite 230, Jacksonville, Florida 32256 and the initial principal Office of the corporation is 1114 E. John Sims Parkway, #334, Niceville, Florida 32578

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The corporation shall have one Director(s) initially. The number of Directors may be either increased or decreased from time to time by the By-Laws adopted by the corporation. The name and address of the initial Director(s) is (are):

NAME

ADDRESS

Settie Vartanian, 1249 S. Diamond Bar Boulevard, Suite 238, Diamond Bar, California 91765

ARTICLE VII
INCORPORATION

The name and address of the person signing these Articles as incorporator is: C. Randolph Coleman, Esq., 9250 Baymeadows Road, Suite 230, Jacksonville, Florida 32256.

ARTICLE IX
BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Directors.


ARTICLE X
INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI
COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall be deemed to commence April 1, 1997.

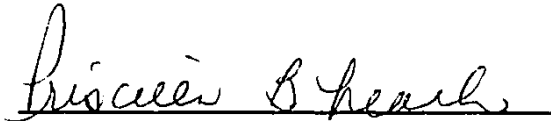
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16 day of April, 1997.


C. Randolph Coleman, Esq.

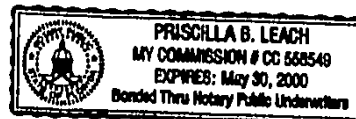
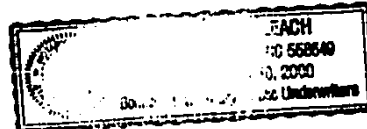
STATE OF FLORIDA)
) SS:
COUNTY OF DUVAL)

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 16 day of April, 1997, by C. Randolph Coleman, who is personally known to me or who has produced _____ as identification and who did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Jacksonville, Duval County, Florida, this 16 day of April, 1997.



Notary Public, State of Florida, at Large.
My Commission Expires:



Articles of Incorporation of Southeast Coastal Securities, Inc.

FILED Page 4
97 APR 23 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT\REGISTERED OFFICE**

Southeast Coastal Securities, Inc., a Florida corporation, with its principal office, as indicated in the articles of incorporation, has named C. Randolph Coleman, 9250 Baymeadows Road, Suite 230, Jacksonville, County of Duval, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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



C. Randolph Coleman

Dated this 16 day of April, 1997.