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ACCOUNT NO. : 072100000032

REFERENCE : 435868 169624A

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 122.50

ORDER DATE : June 20, 1997

ORDER TIME : 10:05 AM

ORDER NO. : 435868-005

CUSTOMER NO: 169624A

500002218465--4

CUSTOMER: Kevin A. Denti, Esq
BUCKINGHAM DOOLITTLE &
BURROUGHS
5551 Ridgewood Drive

Naples, FL 33963

DOMESTIC FILING

NAME: QUADRANT INVESTMENT BANKERS,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

RECEIVED
JUN 20 PM 1:22
TALLAHASSEE, FLORIDA

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JUN 20 AM 11:32

JUN 20 1997

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**ARTICLES OF INCORPORATION
OF
QUADRANT INVESTMENT BANKERS, INC.**

FILED
97 JUN 20 PM 1:22

TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

QUADRANT INVESTMENT BANKERS, INC.

SECOND: The initial principal office and mailing address of the Corporation is:

800 Laurel Oak Drive, Suite 200
Naples, Florida 34108

THIRD: The aggregate number of shares that the Corporation is authorized to issue is TEN THOUSAND (10,000) shares of common stock and the par value of each share shall be TEN CENTS (\$.10). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

5551 Ridgewood Drive, Suite 201
Naples, Florida 34108

and the name of the Corporation's initial registered agent at such address is:

Kevin A. Denti

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is one (1), and the name and address of the person who is to serve as a director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is:

Jeremy Harvey
2590 Treasure Lane
Naples, Florida 34102

SIXTH: The name and address of the sole incorporator is:

Kevin A. Denti
5551 Ridgewood Drive, Suite 201
Naples, Florida 34108

IN WITNESS WHEREOF, the undersigned, being the sole incorporator herein before named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation this 19th day of June, 1997.



KEVIN A. DENTI
Sole Incorporator

I, KEVIN A. DENTI, having been designated to act as registered agent, hereby agree to act in this capacity.



KEVIN A. DENTI
Initial Registered Agent

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TALLAHASSEE, FLORIDA