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FLORIDA DIVISION OF CORPORATIONS

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NAME: MBA FINANCIAL ADVISORS, INC.

AUDIT NUMBER.....H98000000782

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

CERT. OF STATUS..1

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**ARTICLES OF INCORPORATION
FOR
MBA FINANCIAL ADVISORS, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is "MBA FINANCIAL ADVISORS, INC."

ARTICLE II

The principal office and mailing address of this corporation is 1001 Brickell Bay Drive, 9th Floor, Miami, Florida 33131.

ARTICLE III

The duration of this corporation is to be perpetual.

ARTICLE IV

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE V

The corporation shall have authority to issue 1,000 shares, all of one class, \$.01 par value.

ARTICLE VI

The street address of the initial registered office is 1001 Brickell Bay Drive, 9th Floor, Miami, Florida 33131. The name of the corporation's registered agent at such address is KENNETH STRAUSS.

This Instrument was prepared by:
MARC LIPSITZ, Esquire
Florida Bar No. 104960
Stuzin and Camner, P.A.
550 Biltmore Way, Suite 700
Coral Gables, Florida 33134
(305) 442-4994

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ARTICLE VII

The number of directors constituting the Board of Directors shall be fixed as provided by the bylaws, but shall not be less than one.

ARTICLE VIII

The number of directors constituting the initial Board of Directors are four (4), whose names and addresses are as follows:

Kenneth Strauss
1001 Brickell Bay Drive - 9th Floor
Miami, Florida 33131

Antonio L. Argiz
1001 Brickell Bay Drive - 9th Floor
Miami, Florida 33131

Albert Morrison, Jr.
1001 Brickell Bay Drive - 9th Floor
Miami, Florida 33131

Randi K. Grant
1001 Brickell Bay Drive - 9th Floor
Miami, Florida 33131

ARTICLE IX

The name and address of the incorporator is Kenneth Strauss, 1001 Brickell Bay Drive, 9th Floor, Miami, Florida 33131.

ARTICLE X

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law currently in effect or hereinafter enacted.

ARTICLE XI

These Articles of Incorporation may be amended in the manner authorized by law at the time of amendment.

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