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# ARTICLES OF INCORPORATION

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

# OF

# TAX CREDIT CONSULTANTS, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

#### ARTICLE I

The name of the corporation ("Corporation") is TAX CREDIT CONSULTANTS, INC.

### ARTICLE II

The existence of the corporation shall begin on the date of filing of these articles.

#### ARTICLE III

The street address of the principal office of the Corporation is c/o Miguel M. de la O, Esq., 2 South Biscayne Blvd., One Biscayne Tower, Suite 2600, Miami, Florida 33131-1802.

#### ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

#### ARTICLE V

The initial street address of the Corporation's registered office is 2 South Biscayne Blvd., One Biscayne Tower, Suite 2600, Miami, Florida 33131-1802. The initial registered agent for the Corporation at that address is Miguel M. de la O, Esq.

#### **ARTICLE VI**

The names and street addresses of the persons signing these articles of incorporation are:

Name

Address

Miguel M. de la O, Esq.

2 South Biscayne Blvd., One Biscayne Tower, Suite 2600, Miami, Florida 33131-1802

# ARTICLE VII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 14th day of January, 1998.

Name: Miguel M. de la O, Esq.

## ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for TAX CREDIT CONSULTANTS, INC., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Name: Migyel M. de la O, Esq.

Date: January 14, 1998