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PETERSON, BERNARD, VANDENBERG, ZEI, GEISLER & MARTIN
ATTORNEYS AT LAW

MICHAEL A. ACKER
LEWIS A. BERNIS
EUGENE H. BRANDT
ELIZABETH J. FEDELE
JILL A. FOLINO
ROBERT E. GEISLER
CAM F. JUSTICE
WILLIAM M. MARTIN
BRIGHAM A. McCOWN
ELIZABETH A. METZGER
EDWIN E. MORTELL, III

1550 SOUTHERN BOULEVARD, SUITE 300
WEST PALM BEACH, FLORIDA 33406
561/686-5005 • FAX 561/471-5803 • BROWARD 954/463-6220

MAILING ADDRESS:
POST OFFICE DRAWER 15700
WEST PALM BEACH, FLORIDA 33416

ERIC A. PETERSON
GUY E. QUATTLEBAUM
STEVEN L. ROBBINS
JAMES G. SALERNO
DIRAN V. SEROPIAN
PATRICK J. TOOMEY, JR.
DENNIS A. VANDENBERG
WILLIAM ZEI

LEONARD M. BERNARD, JR.
(1936-1996)

February 17, 1999

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation
Northwestern Retirement Resources, Inc.

Dear Sir or Madame:

Enclosed please find the Articles of Incorporation for the new Corporation of Northwestern Retirement Resources, Inc.. Additionally, enclosed you will find a Certificate Designating Registered Agent and Registered Office for Northwestern Retirement Resources, Inc.. Furthermore, the filing fee of \$70.00 is enclosed.

Thank you for your assistance and should you have any questions, please contact the undersigned.

Yours very truly,

PETERSON, BERNARD, VANDENBERG,
ZEI, GEISLER & MARTIN

Elizabeth A. Metzger
Elizabeth A. Metzger
For the Firm

EAM/bhb
Enclosure

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-02/22/99--01101-020
*****70.00 *****70.00

FILED
99 FEB 22 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STUART OFFICE
400 FLAMINGO AVENUE
STUART, FLORIDA 34996
561/286-9881 • FAX 561/220-1784

FORT LAUDERDALE OFFICE
707 SOUTHEAST 3RD AVENUE • 5TH FLOOR
FORT LAUDERDALE, FLORIDA 33316
954/763-3200 • FAX 954/728-9019

MAILING ADDRESS:
POST OFFICE DRAWER 14126
FORT LAUDERDALE, FLORIDA 33302

FORT MYERS/NAPLES AREA
1-800-393-3901

CB
2-24-99
noans
4

ARTICLES OF INCORPORATION
OF
NORTHWESTERN RETIREMENT RESOURCES, INC.

FILED
99 FEB 22 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The name of the Corporation is Northwestern Retirement Resources, Inc.

SECOND: This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Statutes.

THIRD: This Corporation is authorized to issue 100 shares of common stock, par value \$1.00 per share.

FOURTH: The address of the principal office of the Corporation is 400 Executive Center Drive, Suite 204, West Palm Beach, Florida 33401.

FIFTH: The street address for the initial registered office of the Corporation is 400 Executive Center Drive, Suite 204, West Palm Beach, Florida 33401 and the name of the initial registered agent of this Corporation is Bradley L. Larsen.

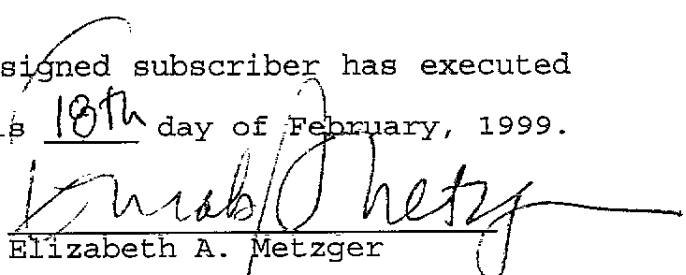
SIXTH: The Corporation shall have one (1) Director initially and the number of Directors may be increased or diminished from time to time as provided in the By-Laws, but shall never be less than one (1). The name of the initial Director of the Corporation is:

Bradley L. Larsen
400 Executive Center Drive
Suite 204
West Palm Beach, FL 33401

SEVENTH: The name and address of the incorporator of this Corporation is Elizabeth A. Metzger, 1550 Southern Boulevard, Suite 300, West Palm Beach, Florida 33406.

EIGHTH: The duration of the is Corporation is perpetual.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18th day of February, 1999.


Elizabeth A. Metzger

STATE OF FLORIDA)
COUNTY OF Palm Beach) ss.

The foregoing document was acknowledged before me, an officer duly authorized in the State and County aforesaid, to take acknowledgements, this 18th day of February, 1999, by Elizabeth Metzger, who:

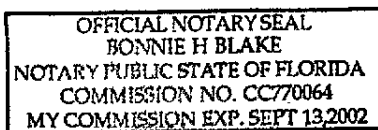
☒ is personally known to me; or

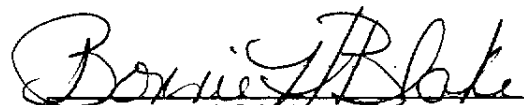
☐ has produced _____
as identification; and who:

☐ did or

☐ Did not, take an oath,

and who executed the within document, and who acknowledged the within document to be freely and voluntarily executed for the purposes therein recited.




Notary Public
My Commission Expires:

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

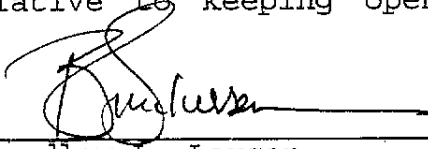
In compliance with Florida Statutes, the following is submitted:

NORTHWESTERN RETIREMENT RESOURCES, INC., desiring to organize as a corporation under the laws of the State of Florida, has designated 400 Executive Center Drive, Suite 204, West Palm Beach, Florida 33401 as its initial Registered Office and has named Bradley L. Larsen located at that address as its initial Registered Agent.

BY:

Elizabeth A. Metzger
Incorporator

Having been named Registered Agent for the above stated corporation at the designated Registered Office, the undersigned hereby accepts said appointment, and agrees to comply with the provisions of Florida Statutes relative to keeping open said office.



Bradley L. Larsen
Registered Agent

FILED
99 FEB 22 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA