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CAPITOL SERVICES d/b/a
PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)
1406 Hays Street, Suite 2
(Address)
Tallahassee, FL 32301 (904) 656-3992

(City, State, Zip) (Phone #)

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) Certified Copy Walk in Pick up time Certificate of Status Will wait Photocopy Mail out AMENDMENTS NEW FILINGS Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ OTHER FILINGS OUALIFICATION Annual Report Foreign Fictitious Name

Limited Partnership

Reinstatement

Trademark

Name Reservation

ARTICLES OF INCORPORATION

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of

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FINANCIAL RESOURCE GROUP, INC. SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, hereby forms a corporation under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation is:

FINANCIAL RESOURCE GROUP, INC.

ARTICLE II

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III

This corporation is organized for the purpose of engaging in:

(a) Factoring services;

(b) To engage in any activities or businesses permitted under the laws of the United States and the State of Florida.

ARTICLE IV

This corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

The principal office and mailing address of the corporation is:

2400 West Cypress Creek Road- Suite 204 Fort Lauderdale, Florida 33309 Telephone: (954) 772-4000

The name and address of the Initial Registered Agent of this corporation is:

Allan I. Kruger 2400 West Cypress Creek Road #204 Fort Lauderdale, Florida 33309

ARTICLE VI

This corporation shall have one (1) Director initially, constituting the initial board of directors of the corporation, and the name and address of the persons to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify is:

Allan I. Kruger 2400 West Cypress Creek Road #204 Fort Lauderdale, Florida 33309

The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one (1) nor more than seven (7).

ARTICLE VII

The name and address of the person signing these Articles of Incorporation is as follows:

Allan I. Kruger 2400 West Cypress Creek Road #204 Fort Lauderdale, Florida 33309

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

Allan I. Kruger

State of Florida County of

BEFORE ME, A Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Allan I. Kruger known to me and know to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

HYGHOU- T' IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this day of May. 1999.

My commission ex

My Commission CC565756
Expires Jun. 23, 2000

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CERTIFICATE AND ACKNOWLEDGEMENT LAHASSEE. FLORIDA OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

FINANCIAL RESOURCE GROUP, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 2400 West Cypress Creek Road, Suite 204, Fort Lauderdale, Florida 33309, has named Allan I. Kruger, located at 2400 West Cypress Creek Road, Fort Lauderdale, Florida, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Allan I. Kruger Registered Agent