

Charter Number Only

7/2/94

Ashley L. Diener & Associates

Requestor's Name

2020 N.E. 163rd St. #300

Address

N. Miami Beach, FL 33162

City

State

ZIP

Phone

305 944 9100 U

REGISTRATION ONLY

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*****70.00 *****70.00

CORPORATION(S) NAME

Sage Capitol Management
Group, INC



Empire Toll Free: 1-800-432-3028

RECEIVED

99 JUL 23 AM 9:32

FILED

99 JUL 23 PM 12:21

SECRETARY OF STATE
TALLAHASSEE FLORIDA

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail		

Name	
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Acknowledgment	
W.P. Verifier	

7/23

**ARTICLES OF INCORPORATION
OF
SAGE CAPITOL MANAGEMENT GROUP, INC.**

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TALLAHASSEE FLORIDA

ARTICLE I

The name of the Corporation is: **SAGE CAPITOL MANAGEMENT GROUP, INC.**

ARTICLE II

The Corporation may engage in or transact in any or all activity or business permitted under the laws of the United States and of the business permitted under the laws of the United States and of all State of Florida. The Corporation shall exist perpetually.

**ARTICLE III
CAPITAL STOCK**

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of one hundred (100) shares of one class of common stock having a par value of One (\$1.00) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE IV
PREEMPTIVE RIGHTS**

All shareholders of the Corporation shall be vested with full preemptive rights.

**ARTICLE V
INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law, except as to suits by any such officer or director against the Corporation.

**ARTICLE VI
INITIAL REGISTERED AGENT AND
INITIAL REGISTERED OFFICE
PRINCIPAL OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida are,

INITIAL REGISTERED AGENT: VICTOR CARNERO

INITIAL REGISTERED OFFICE: 19425 E. ST. ANDREWS DR.

MIAMI, FL 33015

PRINCIPAL OFFICE: 19425 E. ST. ANDREWS DR., MIAMI, FL 33015

ACKNOWLEDGMENT AND CONSENT
OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.


VICTOR CARNERO, Registered Agent

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is one (1).

ARTICLE VIII
INITIAL DIRECTORS

The names and addresses of the initial members of the Board of Directors are:

Victor Carnero, President, Vice President, Secretary and Treasurer.

The number of Directors may be increased or decreased from time to time by By-Laws adopted by the Stockholders.

ARTICLE IX

The Name and address of the Incorporator executing these Articles of Incorporation is,

INCORPORATOR: VICTOR CARNERO

ADDRESS:

STATE OF FLORIDA)
) SS
COUNTY OF DADE)


VICTOR CARNERO, Incorporator

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TALLAHASSEE FLORIDA

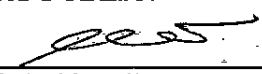
The foregoing instrument was acknowledged before me this 14, day of July, 1999, by VICTOR CARNERO, who is personally known to me or who has produced a as identification and who did (did not) take an oath.

My Commission Expires:

NOTARY PUBLIC:



ASHLEY DIENER
MY COMMISSION # CC469187 EXPIRES
September 3, 1999
BONDED THRU TROY FAIN INSURANCE, INC.


State of Florida at Large