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Florida Department of State

Division of Corporations

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Division of Corporations

Fax Number : (850) 922-4001

From: Angelica M. Calabrese

Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.

Account Number : 075471001363

Phone : (305) 374-5600

Fax Number : (305) 374-5095

FLORIDA PROFIT CORPORATION OR P.A.

FROST CAPITAL GROUP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION OF
FROST CAPITAL GROUP, INC.**
in compliance with Chapter 607, F.S.

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ARTICLE I - NAME OF CORPORATION:

The name of the corporation shall be **FROST CAPITAL GROUP, INC.**

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS:

The principal place of business and mailing address of the corporation is 327 Plaza Real, Suite 319, Boca Raton, Florida 33432.

ARTICLE III - CAPITAL STOCK:

The number of shares of common stock that the Corporation is authorized to issue is ONE HUNDRED MILLION (100,000,000) at a \$0.0001 par value per share. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE IV - REGISTERED AGENT:

The name and Florida street address of the registered agent is American Information Services, Inc., One S.E. 3rd Avenue, 28th Floor, Miami, FL 33131.

ARTICLE V - INCORPORATOR:

The name and street address of the incorporator is Martin G. Burkett, One S.E. 3rd Avenue, 28th Floor, Miami, FL 33131.

ARTICLE VI - INDEMNIFICATION:

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

American Information Services, Inc. hereby accepts the appointment as Registered Agent and agrees to act in this capacity.

By Angelica M. Calabrese
Angelica M. Calabrese, Vice President

Date: July 23, 1999.

Martin G. Burkett
Martin G. Burkett, Esq., Incorporator

Date: July 23, 1999.

Prepared by Martin G. Burkett, One S.E., 3rd Avenue, 28th Floor, Miami, FL 33131, Florida Bar No.0054623, Telephone No.(305) 374 5600 Fax Audit #H99000018151 3