

**Electronic Articles of Incorporation
For**

P05000117796
FILED
August 24, 2005
Sec. Of State
dbrown

TSG FINANCIAL CORPORATION

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

TSG FINANCIAL CORPORATION

Article II

The principal place of business address:

247 SW 8TH STREET
SUITE 359
MIAMI, FL. 33130

The mailing address of the corporation is:

247 SW 8TH STREET
SUITE 359
MIAMI, FL. 33130

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

RICARDO L. CARMONA, P. A.
2800 PONCE DE LEON BLVD.
SUITE 1160
CORAL GABLES, FL. 33134

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: RICARDO L. CARMONA

Article VI

The name and address of the incorporator is:

IVAN SHERMAN
247 SW 8TH STREET
SUITE #359
MIAMI, FL 33130

Incorporator Signature: IVAN SHERMAN

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: D
TSG FINANCIAL CORP., BVI
247 SW 8TH STREET SUITE #359
MIAMI, FL. 33130

Title: P
IVAN SHERMAN
247 SW 8TH STREET SUITE #359
MIAMI, FL. 33130