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FOREIGN PROFIT/NONPROFIT CORPORATION

Invescor Wholesale BD, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$2,370.00

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TALLAHASSEE, FLORIDA

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Invescor Wholesale BD, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Michigan

(State or country under the law of which it is incorporated)

3. 20-3010209

(FEI number, if applicable)

4. 6/8/2005

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 06-26-2007

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 32901 Middlebelt Road, Suite 700, Farmington Hills, Michigan 48334

(Principal office address)

32901 Middlebelt Road, Suite 700, Farmington Hills, Michigan 48334

(Current mailing address)

8. Broker Dealer

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Business Filings Incorporated

Office Address: 1203 Governors Square Blvd, Suite 101

Tallahassee

(City)

, Florida 32301-2960

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Mark Williams

(Registered agent's signature)

Mark Williams A.V.P., Business Filings Incorporated

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Michael Leibowitz

Address: 32901 Middlebelt Road, Suite 700, Farmington Hills, Michigan 48334

Director: _____

Address: _____

B. OFFICERS

President: Michael Leibowitz

Address: 32901 Middlebelt Road, Suite 700, Farmington Hills, Michigan 48334

Vice President: Michael Leibowitz

Address: 32901 Middlebelt Road, Suite 700, Farmington Hills, Michigan 48334

Secretary: Stuart Egrin

Address: 32901 Middlebelt Road, Suite 700, Farmington Hills, Michigan 48334

Treasurer: Michael Leibowitz

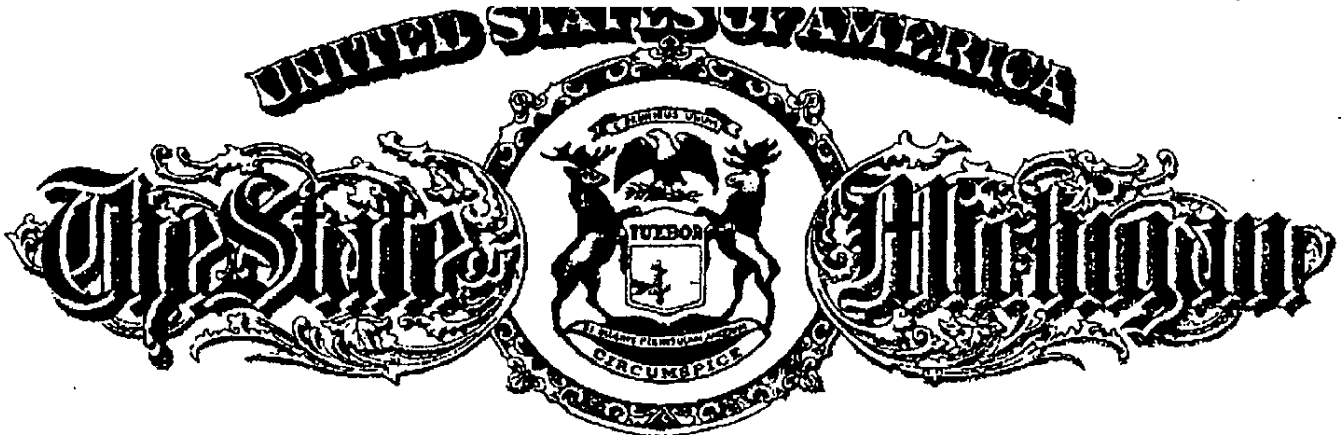
Address: 32901 Middlebelt Road, Suite 700, Farmington Hills, Michigan 48334

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Stuart Egrin
(Signature of Director or Officer listed in number 12 of the application)

14. Stuart Egrin, Secretary
(Typed or printed name and capacity of person signing application)

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Department of Energy, Labor & Economic Growth

Lansing, Michigan

This is to Certify That

INVESCOR WHOLESale BD, INC.

was validly incorporated on June 8, 2005, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business and for no other purpose.

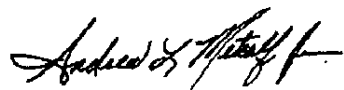
This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 17th day of March, 2009.

 , Director

Bureau of Commercial Services

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