

**Electronic Articles of Incorporation
For**

**P01000105236
FILED
October 31, 2001
Sec. Of State**

FYNOSA FINANCIAL GROUP, INC.

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:

FYNOSA FINANCIAL GROUP, INC.

Article II

The principal place of business address:

1200 SOUTH PINE ISLAND
SUITE 500
PLANTATION, FL. 33324

The mailing address of the corporation is:

770 CLAUGHTON ISLAND DRIVE
SUITE 507
MIAMI, FL. 33131

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:

1000

Article V

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

GLOBAL HUMAN CAPITAL SOLUTIONS, INC
4021 TURQUOISE TRAIL
WESTON, FL. 33331

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

Registered Agent Signature: FERNANDO JARAMILLO

Article VI

The name and address of the incorporator is:

FERNANDO JARAMILLO
4021 TURQUOISE TRAIL
WESTON, FL
33331

Incorporator Signature: FERNANDO JARAMILLO

Article VII

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

Title: V
ASTRID POLETTI
2400 SW 3RD AVENUE, APT. 204
MIAMI, FL. 33129

Title: V
JOSE LUIS FUENTES
770 CLAUGHTON ISLAND DRIVE SUITE 507
MIAMI, FL. 33131

Article VIII

MANNER OF ELECTION OF DIRECTORS.

The number of directors may be altered from time to time by Shareholders. However, the Corporation shall have no less than one (1) Director at any time.

Article IX

GENERAL PROVISIONS

- a) The private property of any shareholder shall not be subject to the payments of any corporate debts to any extent whatsoever;
- b) A director of the corporation may transact business, borrow, lend, finance or otherwise deal or contract with the Corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the law of the United States;
- c) The Corporation shall indemnify each director and officer of the Corporation against all or any of all expenses reasonably incurred by him in connection with or arising out of any action, suit, or proceeding, in which he may be involved, by reason of his being or having an officer or director of the corporation (whether or not he continues to be an officer or director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States. This provision shall be in addition to any other rights to which those indemnified may be entitled under any By-Laws, agreements, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and is to continue as to any person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors, and administrators of such person.