

**Electronic Articles of Incorporation
For**

**P02000026739
FILED
March 11, 2002
Sec. Of State**

EXACTUS PORTFOLIO MANAGMENT ADVISORS, 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:

EXACTUS PORTFOLIO MANAGMENT ADVISORS, INC.

Article II

The principal place of business address:

906 SW ST. LUCIE WEST
#314
PORT ST. LUCIE, FL. 349861766

The mailing address of the corporation is:

906 SW ST. LUCIE WEST
#314
PORT ST. LUCIE, FL. 349861766

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:

ALBERT STABILE III
906 SW ST. LUCIE WEST BLVD.
#314
PORT ST. LUCIE, FL. 349861766

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

Registered Agent Signature: ALBERT STABILE III

Article VI

The name and address of the incorporator is:

KARA KONRAY
MCELROY, DEUTSCH & MULVANEY, LLP
1300 MT. KEMBLE AVENUE, P.O. BOX 2075
MORRISTOWN, NJ 07962-2075

Incorporator Signature: KARA KONRAY

Article VII

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

Title: P
ALBERT STABILE III
906 SW ST. LUCIE BLVD. #314
PORT ST. LUCIE, FL. 349861766

Title: VS
ANN CHO
401 SOUTH ARDEN BLVD.
LOS ANGELES, CA. 900204735