

**Electronic Articles of Incorporation  
For**

P05000129425  
FILED  
September 21, 2005  
Sec. Of State  
jshivers

W&P CAPITAL MARKETS 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:

W&P CAPITAL MARKETS INC

**Article II**

The principal place of business address:

4000 PONCE DE LEON BLVD  
470  
CORAL GABLES, FL. US 33146

The mailing address of the corporation is:

4000 PONCE DE LEON BLVD  
470  
CORAL GABLES, FL. US 33146

**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:

600

**Article V**

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

AMP MORTGAGE GROUP INC  
11008 NW 73ST  
MIAMI, FL. 33178

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

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Registered Agent Signature: AMED PAREDES

### **Article VI**

The name and address of the incorporator is:

AMP MORTGAGE GROUP INC  
11008 NW 73ST  
MIAMI, FL 33178

Incorporator Signature: AMED PAREDES

### **Article VII**

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

Title: P  
WILLIAM WALKER  
4000 PONCE DE LEON BLVD SUITE 470  
CORAL GABLES, FL. 33146 US

Title: VP  
AMED PAREDES  
4000 PONCE DE LEON BLVD SUITE 470  
CORAL GABLES, FL. 33146 US

### **Article VIII**

The effective date for this corporation shall be:

09/20/2005