

**Electronic Articles of Incorporation
For**

P05000140800
FILED
October 14, 2005
Sec. Of State
tburch

RILEY FINANCIAL SERVICES, 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:

RILEY FINANCIAL SERVICES, INC.

Article II

The principal place of business address:

21346 ST. ANDREWS BOULEVARD
114
BOCA RATON, FL. 33433

The mailing address of the corporation is:

21346 ST. ANDREWS BOULEVARD
114
BOCA RATON, FL. 33433

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:

2

Article V

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

PETER A FLYNN
21346 ST. ANDREWS BOULEVARD
114
BOCA RATON, FL. 33433

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

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Registered Agent Signature: PETER A. FLYNN

Article VI

The name and address of the incorporator is:

PETER A. FLYNN
21346 ST. ANDREWS BLVD., SUITE 114
BOCA RATON, FL 33433

Incorporator Signature: PETER A. FLYNN

Article VII

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

Title: P
PETER A FLYNN
21346 ST. ANDREWS BOULEVARD
BOCA RATON, FL. 33433