

**Electronic Articles of Incorporation
For**

P07000005692
FILED
January 12, 2007
Sec. Of State
cblalock

INVESTMENT PLACEMENT 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:

INVESTMENT PLACEMENT GROUP, INC

Article II

The principal place of business address:

7724 GIRARD AVENUE
2ND FLOOR
LA JOLLA, CA. US 92037

The mailing address of the corporation is:

7724 GIRARD AVENUE
2ND FLOOR
LA JOLLA, CA. US 92037

Article III

The purpose for which this corporation is organized is:

INVESTMENT PLACEMENT GROUP, INC A REGISTERED BROKER DEALER
IS OPENING A BRANCH OFFICE IN THE STATE OF FLORIDA FOR
TRADING PURPOSES

Article IV

The number of shares the corporation is authorized to issue is:

111,000

Article V

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

MARIA E ROGER
2000 TOWERSIDE TERRACE
APT 502
MIAMI, FL. 33138

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

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Registered Agent Signature: MARIA E. ROGER

Article VI

The name and address of the incorporator is:

DAVID GUSS
7724 GIRARD AVENUE
2ND FLOOR
LA JOLLA, CA 92037

Incorporator Signature: DAVID GUSS

Article VII

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

Title: CEO
DAVID M GUSS
7724 GIRARD AVENUE, 2ND FLOOR
LA JOLLA, CA. 92037 US

Title: COO
ADOLFO - GONZALEZ-RUBIO
7724 GIRARD AVENUE, 2ND FLOOR
LA JOLLA, CA. 92037 US

Title: COO
MARIALUISA - BOYD
7724 GIRARD AVENUE, 2ND FLOOR
LA JOLLA, CA. 92037 US

Title: CFO
ANGELICA AYALA-MULLER
7724 GIRARD AVENUE, 2ND FLOOR
LA JOLLA, CA. 912037 US

Article VIII

The effective date for this corporation shall be:

01/08/2007