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Florida Department of State

Division of Corporations

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To: Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : JOHN L. TOMLINSON
Account Number : I19980C00017
Phone : (954) 771-9336
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FLORIDA PROFIT/NON PROFIT CORPORATION

Private Investment Wealth Management, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
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| Estimated Charge | \$70.00 |

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July 20, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

JOHN L. TOMLINSON

SUBJECT: PRIVATE INVESTMENT WEALTH MANAGEMENT, INC.
REF: W07000034920

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 245-6973.

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Articles of Incorporation

ARTICLE I - NAME

The name of this corporation is **Private Investment Wealth Management, Inc.**

ARTICLE II - PRINCIPAL OFFICE

The mailing and street address of the initial principal office of this corporation is 500 West Cypress Creek Road, Suite 210, Fort Lauderdale, FL 33309.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all-lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 500 West Cypress Creek Road, Suite 210, Fort Lauderdale, FL 33309, and the name of the initial registered agent of this corporation at this address is John L. Tomlinson.

Prepared by John L. Tomlinson, CPA, PA
500 NW 62nd Street, Ste 210
Fort Lauderdale, FL 33309

phone 954-771-9336

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ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the by-laws. The names and addresses of the of the initial Board of Directors of this corporation are

Name

Address

Hendrik Doeppe

4532 Bougainville Drive
Lauderdale-By-The-Sea, FL 33308

ARTICLE IX - INCORPORATORS

The name and address of each person signing these Articles is:

Name

Address

John L. Tomlinson

500 NW 62nd Street, Ste 210
Fort Lauderdale, FL 33334

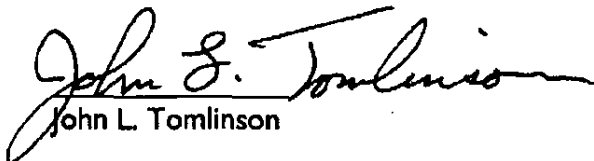
ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by a majority vote of the stockholders at a meeting called therefore.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17 day of July, 2007.


John L. Tomlinson

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.**

IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

THAT **Private Investment Wealth Management, Inc.** DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL
PLACE OF BUSINESS AT LAUDERDALE-BY-THE-SEA, STATE OF FLORIDA, HAS
NAMED **John L. Tomlinson, 500 West Cypress Creek Road, Suite 210, Fort
Lauderdale, FL 33309** AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

SIGNATURE


John L. Tomlinson

TITLE Incorporator

DATE July 17, 2007

Having been named as registered agent and to accept service of process for the above
stated corporation at the place designated in this certificate, I hereby accept the
appointment as registered agent and agree to act in this capacity. I further agree to
comply with the provisions of all the statutes relating to the proper and complete
performance of my duties and I am familiar with and accept the obligations of my position
as registered agent


SIGNATURE

(Resident Agent)

DATE July 17, 2007

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