

**Electronic Articles of Incorporation  
For**

P08000019387  
FILED  
February 22, 2008  
Sec. Of State  
rdunlap

ACIES CAPITAL MANAGEMENT, 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:

ACIES CAPITAL MANAGEMENT, INC.

**Article II**

The principal place of business address:

14 WALL STREET  
SUITE 1620  
NEW YORK, NY. 10005

The mailing address of the corporation is:

14 WALL STREET  
SUITE 1620  
NEW YORK, NY. 10005

**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:

100

**Article V**

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

MICHAEL I. BERNSTEIN, P.A.  
1688 MERIDIAN AVENUE  
SUITE #418  
MIAMI BEACH, FL. 33139

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

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Registered Agent Signature: MICHAEL I. BERNSTEIN, ESQ.

### **Article VI**

The name and address of the incorporator is:

MICHAEL I. BERNSTEIN  
1688 MERIDIAN AVENUE  
SUITE \$418  
MIAMI BEACH, FLORIDA 33139

Incorporator Signature: MICHAEL I. BERNSTEIN, ESQ.

### **Article VII**

The effective date for this corporation shall be:

02/22/2008