

**Electronic Articles of Incorporation
For**

P08000101710
FILED
November 14, 2008
Sec. Of State
epeterson

JMP CAPITAL MANAGEMENT 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:

JMP CAPITAL MANAGEMENT GROUP INC.

Article II

The principal place of business address:

5716 NW 47 COURT
CORAL SPRINGS, FL. 33067

The mailing address of the corporation is:

5716 NW 47 COURT
CORAL SPRINGS, FL. 33067

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:

1000

Article V

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

JAMES WATTS
8964 STATE RD 84
DAVIE, FL. 33324

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

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Registered Agent Signature: JAMESWATTS

Article VI

The name and address of the incorporator is:

JESSE PEREZ JR
5716 NW 47 COURT

CORAL SPRINGS, FL 33067

Incorporator Signature: JESSE PEREZ JR

Article VII

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

Title: PDT
JESSE PEREZ JR
5716 NW 47 COURT
CORAL SPRINGS, FL. 33067

Article VIII

The effective date for this corporation shall be:

11/12/2008