

**Electronic Articles of Incorporation
For**

P09000079693
FILED
September 24, 2009
Sec. Of State
nhaney

REFCO II, 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:

REFCO II, INC.

Article II

The principal place of business address:

16850-112 COLLINS AVENUE
UNIT 237
SUNNY ISLES BEACH, FL. 33160

The mailing address of the corporation is:

16850-112 COLLINS AVENUE
UNIT 237
SUNNY ISLES BEACH, FL. 33160

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:

RICHARD CAPPARELLI
16500 COLLINS AVENUE
UNIT 1756
SUNNY ISLES BEACH, FL. 33160

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

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Registered Agent Signature: RICHARD CAPPARELLI

Article VI

The name and address of the incorporator is:

ELIZABETH SHEWELL
619 NEW YORK AVENUE

CLAYMONT, DE 19703

Incorporator Signature: ELIZABETH SHEWELL

Article VII

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

Title: P
RICHARD CAPPARELLI
16500 COLLINS AVENUE, UNIT 1756
SUNNY ISLES BEACH, FL. 33160

Title: VP
MATT LOPATIN
16001 COLLINS AVENUE, UNIT 1204
SUNNY ISLES BEACH, FL. 33160