

**Electronic Articles of Incorporation
For**

P10000033070
FILED
April 16, 2010
Sec. Of State
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U.S. METALS EXCHANGE CORP.

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:

U.S. METALS EXCHANGE CORP.

Article II

The principal place of business address:

1320 STILLWATER DRIVE
MIAMI BEACH, FL. 33141

The mailing address of the corporation is:

1320 STILLWATER DRIVE
MIAMI BEACH, FL. 33141

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:

100,000

Article V

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

ISAAC GROSSMAN
1320 STILLWATER DRIVE
MIAMI BEACH, FL. 33141

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

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Registered Agent Signature: ISAAC GROSSMAN

Article VI

The name and address of the incorporator is:

ISAAC GROSSMAN
1320 STILLWATER DRIVE

MIAMI BEACH, FL. 33141

Incorporator Signature: ISAAC GROSSMAN

Article VII

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

Title: P
ISAAC GROSSMAN
1320 STILLWATER DRIVE
MIAMI BEACH, FL. 33141

Title: VP
JOSH PHELPS
9265 CARLYLE AVENUE
SURFSIDE, FL. 33154

Article VIII

The effective date for this corporation shall be:

04/15/2010