

**Electronic Articles of Incorporation
For**

P11000076265
FILED
August 26, 2011
Sec. Of State
rdunlap

GFI GROUP DE VENEZUELA, C.A., 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:

GFI GROUP DE VENEZUELA, C.A., INC

Article II

The principal place of business address:

1820 N CORPORATE LAKES BLVD
SUITE 111
WESTON, FL. 33326

The mailing address of the corporation is:

1820 N CORPORATE LAKES BLVD
SUITE 111
WESTON, FL. 33326

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:

IBISET SALINAS
1820 N CORPORATE LAKES BLVD
SUITE 111
WESTON, FL. 33326

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

Registered Agent Signature: IBISET SALINAS

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Article VI

The name and address of the incorporator is:

IBISET SALINAS
1820 N CORPORATE LAKES BLVD
SUITE 111
WESTON FL 33326

Electronic Signature of Incorporator: IBISET SALINAS

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: P
JORGE CORVAIA
1820 N CORPORATE LAKES BLVD #111
WESTON, FL. 33326

Article VIII

The effective date for this corporation shall be:

08/26/2011