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500003186895-8

-03/28/00-01040-019

*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1.

~~DOWNTOWN INVESTMENT CORPORATION, INC.~~

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

00 MAR 31 AM 11:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 MAR 28 AM 11:39

RECEIVED

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 30, 2000

LAZARUS

MIAMI, FL

SUBJECT: DOWNTOWN INVESTMENT CORPORATION, INC.
Ref. Number: W00000008473

We have received your document for DOWNTOWN INVESTMENT CORPORATION, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 600A00017445

RECEIVED
00 MAR 31 PM 2:57
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
00 MAR 31 AM 11:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

MBDT INVESTMENT CORP.

The undersigned incorporator for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

- FIRST: The name of the corporation is: **MBDT INVESTMENT CORP.**
(the "Corporation").
- SECOND: The address of the principal office of the Corporation is unknown; however, the mailing address of the Corporation is **PO Box 600429, North Miami Beach, Florida 33160.**
- THIRD: The Corporation is authorized to issue 100 shares of common stock, par value \$1.00 per share.
- FOURTH: The street address of the initial registered office of the Corporation is: 1820 NE 163rd Street, North Miami Beach, Florida 33162 , and the registered agent at that address is **LEONARD E. ZEDECK.**
- FIFTH: The name and address of the incorporator of the Corporation is:
- MICHAEL BILOTTI**
8081 Bermuda Point Lane
Davie, FL 33328
- SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH: The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of the Corporation is:

MICHAEL BILOTTI, President
8081 Bermuda Point Lane
Davie, FL 33328

EIGHTH: The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

NINTH: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisition.

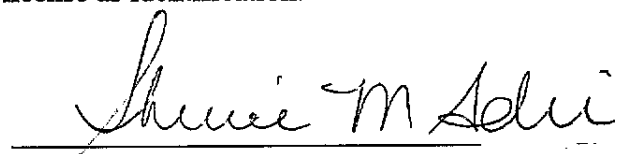
TENTH: The corporate existence of the Corporation shall commence on March 24, 2000.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27th day of March, 2000.

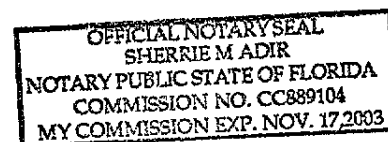

MICHAEL BILOTTI, Incorporator

STATE OF FLORIDA)
) SS.:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 27th day of March, 2000 by MICHAEL BILOTTI, who has produced a driver's license as identification.


NOTARY PUBLIC

My Commission Expires:



ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

By: 
LEONARD E. ZEDECK

A102.FRM

FILED
00 MAR 31 AM 11:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA