



THE UNITED STATES
CORPORATION
COMPANY

PD100000595

FILED

01 JAN -2 AM 10: 02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 951092 81133A

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 70.00

ORDER DATE : January 2, 2001

ORDER TIME : 2:39 PM

ORDER NO. : 951092-005

CUSTOMER NO: 81133A

400003519404--8

CUSTOMER: Jose Saavedra, Esq
Jose A. Saavedra, Esq

8th Floor
1428 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: CUTLER SQUARE SHOPPING, INC.

EFFECTIVE DATE: .

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons - EXT. 1158

EXAMINER'S INITIALS:

RECEIVED
01 JAN -2 PM 3:57
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PH 1/3/01

**ARTICLES OF INCORPORATION
OF
CUTLER SQUARE SHOPPING, INC.**

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ARTICLE I - NAME AND ADDRESS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and mailing address of the Corporation is Cutler Square Shopping, Inc.,
8100 Southwest 81st Street, Suite 210, Miami, Florida 33143.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted
under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have
outstanding at any time is 10,000,000 shares of common stock having a one dollar (\$1.00) par value
per share.

ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT

The initial registered office of this Corporation shall be 1428 Brickell Avenue, 8th
Floor, Miami, FL 33131, and the initial registered agent of this Corporation at such office shall be
Jose A. Saavedra, Esq., who upon accepting this designation agrees to comply with the provisions
of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office
open for service of process, and with the provisions of Section 607.0505, Florida Statutes, as
amended from time to time, with respect to his duties as registered agent.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of
directors may be increased from time to time by vote of the stockholders, but in no case shall the
number of directors be more than five. The name and address of the directors constituting the initial
Board of Directors is:

<u>Name</u>	<u>Address</u>
Robert Bell	8100 Southwest 81st Street Suite 210 Miami, Florida 33143

ARTICLE VII - INCORPORATOR

FILED

The name and street address of the person signing these Articles of Incorporation is:

01 JAN -2 AM 10: 02

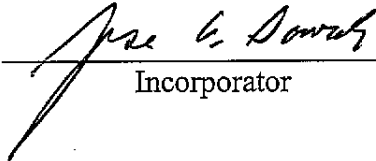
Name

Address

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

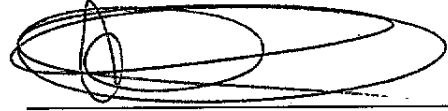
Jose A. Saavedra

1428 Brickell Avenue, 8th Floor
Miami, FL 33131


Incorporator

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

The foregoing Articles of Incorporation of the Corporation were acknowledged before me this 29 day of December, 2000 by Jose A. Saavedra, as Incorporator, who produced his Florida drivers license as identification, but did not take an oath.



Notary Public

My commission expires :

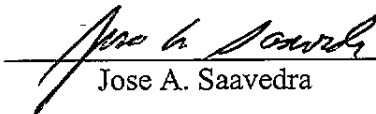


Ade Gomez
Commission # OC 870279
Expires Sep. 12, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the Corporation, at the place designated in the Articles of Incorporation, Inc., Jose A. Saavedra, Esq., agrees to comply with the provisions of Section 48.091 relative to keeping open such office, and states that he is familiar with, and accepts, the obligations provided for in Section 607.0505.

Date: December 29, 2000


Jose A. Saavedra

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