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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

A & M DEVELOPMENT OF FLORIDA CORPORATION

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 12, 2001

AKERMANTENTERFITT

SUBJECT: A & M DEVELOPMENT OF FLORIDA CORPORATION  
REF: W01000008330

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FAX AUDIT NO.: H01000037770

**ARTICLES OF INCORPORATION  
OF  
A & M REAL ESTATE DEVELOPMENT CORP.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation is **A & M REAL ESTATE DEVELOPMENT CORP.** (hereinafter called the "Corporation").

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is:

7345 Sand Lake Road  
Suite 316  
Orlando, Florida 32819

**ARTICLE III  
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is Ten Thousand (10,000) shares, \$.01 par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE IV  
INITIAL DIRECTORS**

The names and addresses of the initial Directors of the Corporation are as follows: **RICARDO L. S. MINGHIONE** and **SERGIO FAOUR AUAD**, both with offices located at 7345 Sand Lake Road, Suite 316, Orlando, Florida 32819.

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**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is: One S.E. Third Avenue, 28th Floor, Miami, Florida 33131. The name of the Corporation's initial registered agent at that address is: American Information Services, Inc.

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**ARTICLE VI**  
**INCORPORATOR**

The name and street address of the incorporator of the Corporation is: Luiz E. Gozzoli, Esq., One S.E. Third Avenue, 28th Floor, Miami, Florida 33131.

**ARTICLE VII**  
**INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12th day of April, 2001.

  
Luiz E. Gozzoli, Incorporator

**CERTIFICATE OF ACCEPTANCE BY**  
**REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's Articles of Incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 12th day of April, 2001.

AMERICAN INFORMATION SERVICES, INC.

By:   
Astrid Buttari, Assistant Secretary