

P010000116698



ACCOUNT NO. : 072100000032

REFERENCE : 281961 4319764

AUTHORIZATION :

Patricia Pigante

COST LIMIT : \$ 70.00

2001 DEC 10 PM 1:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ORDER DATE : December 10, 2001

ORDER TIME : 10:47 AM

ORDER NO. : 281961-005

CUSTOMER NO: 4319764

CUSTOMER: Ms. Annabelle Barboza
Marjorie E. Wolasky Attorney
At Law
Suite 300
9400 South Dadeland Boulevard
Miami, FL 33156

RECEIVED
01 DEC 10 AM 11:29
DEPARTMENT OF STATE
DIVISION OF CORPORATE REG.
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: CDM PROPERTIES, INC.

EFFECTIVE DATE:

400004716034--2

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: Susie Knight - EXT. 1156
EXAMINER'S INITIALS:

JS 12/10/01

ARTICLES OF INCORPORATION
OF
CDM PROPERTIES, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation is CDM PROPERTIES, INC. and the principal place of business and mailing address will be 7910 Byron Avenue, No. 3, Miami Beach, Florida 33141.

SECOND: The period of its duration is perpetual.

THIRD: The purpose for which the corporation is organized is to engage in transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 1000 common shares, \$1.00 par value.

FIFTH: The street address of the initial registered office of the corporation is 9400 South Dadeland Boulevard, Suite 300, Miami, Florida 33156 and the name of the initial registered agent at such address is Marjorie E. Wolasky, Esq.

SIXTH: The directors constituting the initial Board of Directors of the corporation are ONE (1) and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until the successors are elected and shall qualify is:

Claudio DeMassis
7910 Byron Avenue
Miami Beach, Florida 33141

FILED

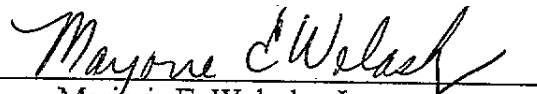
SEVENTH: The name and address of the incorporator is:

2001 DEC 10 PM 1:08

Marjorie E. Wolasky
9400 South Dadeland Boulevard
Suite 300
Miami, Florida 33156

SECRETARY OF STATE
TALLAHASSEE FLORIDA

DATED: December 6, 2001.

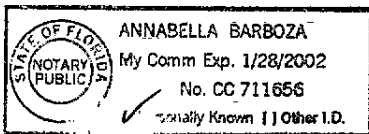

Marjorie E. Wolasky, Incorporator

STATE OF FLORIDA)

)SS

COUNTY OF MIAMI-DADE)

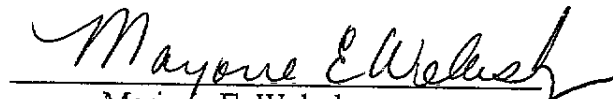
The foregoing instrument was acknowledged before me on December 6th, 2001 by
Marjorie E. Wolasky, Incorporator of CDM PROPERTIES, INC.




NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

REGISTERED AGENT CERTIFICATION

I, *Marjorie E. Wolasky*, having been designated to act as registered agent hereby
agree to act in this capacity.


Marjorie E. Wolasky