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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number

2 (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 Phone : (305)634-3694

Fax Number : (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

agm properties II corporation

Certificate of Status	C C
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

H020001114843



Articles of Incorporation of AGM Properties II Corporation

Name

The name of the corporation is AGM Properties II Corporation

II Duration

The corporation shall have a perpetual existence.

III Purpose

The purpose of the corporation is to engage in any activities or business permitted under the laws of the United States and Florida.

IV Capital Stock

The maximum number of shares which the corporation is authorized to have outstanding at any time is 500 shares of common stock having a par value of \$1, per share.

V Address

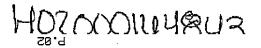
The principal place of business of the corporation shall be:

2208 Southwest 8th Street Miami, Florida 33135

This instrument prepared by:

Marty Patrick, Esquire 1141 Kane Concourse Bay Harbor Islands, Florida 33154 (305) 657-8400

Florida Bar Number: 341320



VI Initial Board Of Directors

The initial Board of Directors consists of 2 members. This may be changed by a vote of the shareholders, but in no case, will there be less than 1 or more than 3 directors. The names and addresses of the initial Board are:

Massimo Tartaglia 2208 Southwest 8th Street Miami, Florida 33135

Alessandro Cecconi 2208 Southwest 8th Street Miami, Florida 33135

> VII Incorporator

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

Massimo Tartaglia 2208 Southwest 8th Street Miami, Florida 33135

Incorporator

State of Florida County of Miami-Dade

The foregoing Articles of Incorporation of AGM Properties II Corporation were acknowledged before me on July 11, 2002, by Massimo Tartaglia as incorporator

two who is personally known to me,

) who produced

as identification.

Notary Public

MARTY PATRICK
Notory Public - State of Horida
My Commission Expires Jun 10, 2003
Commission # CC845152

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Certificate Of Designation Of Place Of Business Or Domicile For The Service Of Process Within This State Naming Agent Upon Whom Process May Be Served

The following is submitted in compliance with Chapter 48.091, Florida Statutes:

That AGM Properties II Corporation desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Miami, County of Miami-Dade, State of Florida, has named:

Marty Patrick, Esquire 1141 Kane Concourse Bay Harbor Islands, Florida 33154

as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate. Thereby accept to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open the aforesaid office.

Marty Patrick Esquire Resident Agent

July 11, 2002

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