

**Electronic Articles of Incorporation
For**

P02000110391
FILED
October 14, 2002
Sec. Of State

MADISON ESTATE AND DEVELOPMENT CORPORATION-USA

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

MADISON ESTATE AND DEVELOPMENT CORPORATION-USA

Article II

The principal place of business address:

1400 N. SEMORAN BLVD.
SUITE E
ORLANDO, FL. 32807

The mailing address of the corporation is:

1400 N. SEMORAN BLVD.
SUITE E
ORLANDO, FL. 32807

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100,000

Article V

The name and Florida street address of the registered agent is:

GRACE C HAMIEL
1875 ANGELA DRIVE
ORLANDO, FL. 32817

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: GRACE C. HAMIEL

Article VI

The name and address of the incorporator is:

RAYMOND E. HAMIEL
1400 N. SEMORAN BLVD.
SUITE E
ORLANDO, FL 32807

Incorporator Signature: RAYMOND E. HAMIEL

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: C
ROSARIO L VALLE
1875 ANGELA DRIVE
ORLANDO, FL. 32807

Title: P
JOSEPH V SIQUIAN
215 E. FORD AVENUE
LAS VEGAS, NV. 89123

Title: VP
LYDIA L VALLE
1875 ANGELA DRIVE
ORLANDO, FL. 32807

Title: S
SOPHIA V SALVADOR
1492 N. KEYSTONE AVENUE
CHICAGO, IL. 60640

Article VIII

The effective date for this corporation shall be:

10/08/2002