

**Electronic Articles of Incorporation
For**

P02000125677
FILED
November 26, 2002
Sec. Of State

DOWNTOWN CORP.

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:
DOWNTOWN CORP.

Article II

The principal place of business address:
540 BRICKELL KEY DRIVE
SUITE 709
MIAMI, FL. US 33131

The mailing address of the corporation is:
540 BRICKELL KEY DRIVE
SUITE 709
MIAMI, FL. US 33131

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:
1000

Article V

The name and Florida street address of the registered agent is:
OSCAR CHAPA
540 BRICKELL KEY DRIVE
SUITE 709
MIAMI, FL. 33131

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

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Registered Agent Signature: OSCAR CHAPA

Article VI

The name and address of the incorporator is:

OSCAR GARCIA
540 BRICKELL KEY DRIVE
SUITE 709
MIAMI, FL 33131

Incorporator Signature: OSCAR GARCIA

Article VII

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

Title: P
OSCAR GARCIA
540 BRICKELL KEY DRIVE, SUITE 709
MIAMI, FL. 33131 US

Title: T
IGNACIO MELERO
540 BRICKELL KEY DRIVE, SUITE 709
MIAMI, FL. 33131 US

Title: S
OSCAR CHAPA
540 BRICKELL KEY DRIVE, SUITE 709
MIAMI, FL. 33131 US

Article VIII

The effective date for this corporation shall be:

11/26/2002