Electronic Articles of Incorporation For

P05000032814 FILED March 02, 2005 Sec. Of State rvarnadore

M & C REAL ESTATE HOLDING ENTERPRISES, INC.

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:

M & C REAL ESTATE HOLDING ENTERPRISES, INC.

Article II

The principal place of business address:

18051BISCAYNE BOULEVARD UNIT 504 AVENTURA, FL. 33160

The mailing address of the corporation is:

18051BISCAYNE BOULEVARD UNIT 504 AVENTURA, FL. 33160

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

Article V

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

GORDON C WATT 4500 LEJEUNE ROAD CORAL GABLES, FL. 33146 I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: GORDON C. WATT

Article VI

The name and address of the incorporator is:

WILLIAM J. LOPEZ 256 MAJORCA AVENUE CORAL GABLES, FL 33134

Incorporator Signature: WILLIAM J. LOPEZ

Article VII

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

Title: P RAFAEL CAECEDO 18051BISCAYNE BOULEVARD, UNIT 504 AVENTURA, FL. 333160

Title: VP WILLIAM D MORGAN 18051BISCAYNE BOULEVARD, UNIT 504 AVENTURA, FL. 33160