

**Electronic Articles of Incorporation
For**

P05000044319
FILED
March 23, 2005
Sec. Of State
clewis

DOWNTOWN UNDERGROUND SOUTH 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:

DOWNTOWN UNDERGROUND SOUTH INC

Article II

The principal place of business address:

105 SOUTH NARCISSUS AVENUE
W PALM BEACH, FL. 33401

The mailing address of the corporation is:

105 SOUTH NARCISSUS AVENUE
W PALM BEACH, FL. 33401

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:

GARY W KIEWRA
4159 N HAVERHILL RD
1303
W PALM BEACH, FL. 33417

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

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Registered Agent Signature: GARY KIEWRA

Article VI

The name and address of the incorporator is:

WILLIAM NIELSEN
34 OLIVE ST
LAKE GROVE NY 11755

Incorporator Signature: WILLIAM NIELSEN

Article VII

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

Title: P/T
WILLIAM NEILSEN
34 OLIVE ST
LAKE GROVE, NY. 11755

Title: VP/S
GARY KIEWRA
4159 N HAVERHILL RD APT 1303
W PALM BEACH, FL. 33417

Article VIII

The effective date for this corporation shall be:

03/23/2005