

**Electronic Articles of Incorporation
For**

P05000065814
FILED
May 04, 2005
Sec. Of State
jshivers

GM PROPERTIES HOLDING 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:

GM PROPERTIES HOLDING CORP.

Article II

The principal place of business address:

2121 PONCE DE LEON BLVD.
SUITE 240
CORAL GABLES, FL. 33134

The mailing address of the corporation is:

2121 PONCE DE LEON BLVD.
SUITE 240
CORAL GABLES, FL. 33134

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:

500

Article V

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

GABRIEL PRATS
2121 PONCE DE LEON BLVD.
SUITE 240
CORAL GABLES, FL. 33134

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

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Registered Agent Signature: GABRIEL PRATS

Article VI

The name and address of the incorporator is:

FRANCISCO J. FERNANDEZ
CE DE LEON BLVD., SUITE 240
BLES, FL 33134

2121 PON
CORAL GA

Incorporator Signature: FRANCISCO J. FERNANDEZ

Article VII

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

Title: PSD
CARLOS G VEGA-LEON
2121 PONCE DE LEON BLVD., SUITE 240
CORAL GABLES, FL. 33134

Title: VTD
LILIANA P GARCIA-PIMIENTO
2121 PONCE DE LEON BLVD., SUITE 240
CORAL GABLES, FL. 33134

Article VIII

The effective date for this corporation shall be:

05/04/2005