

**Electronic Articles of Incorporation  
For**

P06000040158  
FILED  
March 20, 2006  
Sec. Of State  
jshivers

VENICE HOLDINGS MANAGEMENT, 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:

VENICE HOLDINGS MANAGEMENT, INC.

**Article II**

The principal place of business address:

1428 BRICKELL AVENUE  
EIGHTH FLOOR  
MIAMI, FL. 33131

The mailing address of the corporation is:

1428 BRICKELL AVENUE  
EIGHTH FLOOR  
MIAMI, FL. 33131

**Article III**

The purpose for which this corporation is organized is:

THE COMPANY'S SOLE BUSINESS AND PURPOSE SHALL BE TO ACT AS  
MANAGER OF VENICE HOLDINGS, LLC AND TO DO SUCH ACTIVITIES  
AS ARE NECESSARY, INCIDENTAL OR APPROPRIATE IN CONNECTION  
THEREWITH.

**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:

JOSHUA MANASTER  
1428 BRICKELL AVENUE  
EIGHTH FLOOR  
MIAMI, FL. 33131

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

**P06000040158**  
**FILED**  
**March 20, 2006**  
**Sec. Of State**  
jshivers

Registered Agent Signature: JOSHUA D. MANASTER

### **Article VI**

The name and address of the incorporator is:

JOSHUA D. MANASTER  
1428 BRICKELL AVENUE  
EIGHTH FLOOR  
MIAMI, FLORIDA 33131

Incorporator Signature: JOSHUA D. MANASTER

### **Article VII**

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

Title: P  
MORDECHAI BOAZIZ  
1428 BRICKELL AVENUE  
MIAMI, FL. 33131