

**Electronic Articles of Incorporation
For**

P06000120490
FILED
September 19, 2006
Sec. Of State
tburch

THE MANHATTAN GROUP, 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:

THE MANHATTAN GROUP, INC.

Article II

The principal place of business address:

2451 BRICKELL AVENUE
#8T
MIAMI, FL. US 33129

The mailing address of the corporation is:

2451 BRICKELL AVENUE
#8T
MIAMI, FL. US 33129

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:

CHARLES MOLHO
2451 BRICKELL AVENUE
#8T
MIAMI, FL. 33129

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

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Registered Agent Signature: CHARLES MOLHO

Article VI

The name and address of the incorporator is:

LANI CAPOTE
799 BRICKELL PLAZA
SUITE 700
MIAMI, FLORIDA 33131

Incorporator Signature: LANI CAPOTE

Article VII

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

Title: PSTD
CHARLES MOLHO
2451 BRICKELL AVENUE, #8
MIAMI, FL. 33129 US

Title: VP
ISSAC MOLHO
2451 BRICKELL AVENUE, #8
MIAMI, FL. 33129 US

Article VIII

The effective date for this corporation shall be:

09/19/2006