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FLORIDA PROFIT/NON PROFIT CORPORATION

md properties of south florida, inc.

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ARTICLES OF INCORPORATION

OF

MD PROPERTIES OF SOUTH FLORIDA, INC.

THE UNDERSIGNED SUBSCRIBERS to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of this corporation is:

MD PROPERTIES OF SOUTH FLORIDA, INC.

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business and the mailing address of this Corporation shall be: 8345 GRAND CANAL DRIVE, MIAMI, FL 33144

**ARTICLE III
PURPOSES**

The specific purposes for which the corporation is organized are:

A. To engage in every aspect and phase of real estate investments.

B. To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida, and in all other States and Countries.

C. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

D. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

E. To guarantee, endorse, purchase, hold, sell, transfer

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mortgage, pledge or otherwise acquire or dispose of the capital stock of, or any bonds, securities or other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, of the State of Florida or any other state or government, and while owners of such stock exercise all of the rights, powers and privileges of ownership, including the right to vote such stock.

F. To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign, and transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise and real and personal property of every class and description.

G. To avail itself of all corporate powers as provided in Section 617.0302, Florida Statutes.

ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock that this company is authorized to have outstanding at any one time is: TWO HUNDRED (200) shares of ONE (\$1.00) DOLLARS par value, the consideration to be paid for each share shall be ONE (\$1.00) DOLLAR.

ARTICLE V INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than TWO HUNDRED (\$200.00) DOLLARS.

ARTICLE VI

This corporation is to exist perpetually.

ARTICLE VII

The name and the street address of the initial registered agent is: MANUEL DIAZ 8345 GRAND CANAL DRIVE, MIAMI, FL 33144

ARTICLE VIII

This corporation shall have two (2) director(s) initially. The number of directors may be elected, appointed, increased or diminished from time to time, pursuant to the by laws adopted by the stockholders, provided however, that the number of directors shall never be less than two (2).

ARTICLE IX
INITIAL DIRECTORS

The name and post office address of the member of the first Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
MANUEL DIAZ	8345 GRAND CANAL DRIVE, MIAMI, FL 33144
MARIA MARLENE DIAZ	8345 GRAND CANAL DRIVE MIAMI, FL 33144

ARTICLE X
INCORPORATORS

The name and the street addresses of the incorporator for these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
MANUEL DIAZ	8345 GRAND CANAL DRIVE MIAMI, FL 33144
MARIA MARLENE DIAZ	8345 GRAND CANAL DRIVE MIAMI, FL 33144

ARTICLE XI
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Florida Statutes. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders meeting by a majority of the shareholders entitled to vote thereon, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

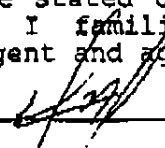
IN WITNESS WHEREOF, the subscribed Incorporators and Registered Agent have hereunto set their hands and seals, and caused these Articles of Incorporation to be executed this 09-30-08 day of September 2008.

MANUEL DIAZ

MARIA MARLENE DIAZ

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I familiar with and accept the appointment as registered agent and agree to act in this capacity.



MANUEL DIAZ
Registered Agent

09-30-08
DATE

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