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Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT/NON PROFIT CORPORATION  
MDM RESORTS CORP.**

Certificate of Status	1
Certified Copy	1
Page Count	03
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2010 JUN 22 P 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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June 22, 2010

SERBER & ASSOCIATES, P.A.

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

SUBJECT: MDM RESORTS CORP.  
REF: W10000029772

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The person designated as incorporator in the document and the person signing as incorporator must be the same.

If you have any further questions concerning your document, please call (850) 245-6933.

Dale White  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H10000144742  
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H100001447423  
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ARTICLES OF INCORPORATION OF  
MDM INVESTMENT RESORTS CORP.

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ARTICLE I.  
CORPORATE NAME

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The name of this corporation shall be:

MDM INVESTMENT RESORTS CORP.

ARTICLE II.

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of common stock having a par value of One Dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Javier Markowicz, Esq.  
Serber & Associates, P.A.  
Turnberry Plaza, Suite 801  
2875 N.E. 191<sup>st</sup> Street  
Aventura, Florida 33180

ARTICLE V.

MAILING ADDRESS OF CORPORATION

The Corporation's mailing address shall be:

2875 N.E. 191<sup>st</sup> Street, 801  
Aventura, Florida 33180

ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

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ARTICLE VII.  
INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation

Name

Address

Julio Emiliano Daniele

2875 N.E. 191<sup>st</sup> Street, 801  
Aventura, Florida 33180

Gonzalo Fernandez Reuter

2875 N.E. 191<sup>st</sup> Street, 801  
Aventura, Florida 33180

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII.  
INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is:

Incorporator

Address

Javier Markowicz, Esq.

Turnberry Plaza, Suite 801  
2875 N.E. 191<sup>st</sup> Street  
Aventura, Florida 33180

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

Javier Markowicz, Esq.

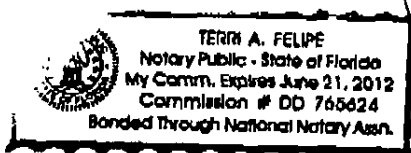
STATE OF FLORIDA :

: SS

COUNTY OF MIAMI-DADE :

BEFORE ME, the undersigned authority, appeared, JAVIER MARKOWICZ, ESQ. who is personally known to me or who has produced \_\_\_\_\_ as identification, and acknowledged that she executed said Articles of Incorporation, and who did take an oath.

WITNESS my hand and seal in the State and County aforesaid, this 21 day of June, 2010.



NOTARY PUBLIC, State of Florida  
Print Name: TERRI A. FELIPE  
My Commission Expires: \_\_\_\_\_

The undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

Javier Markowicz, Esq., Registered Agent