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TAX DEPOT

FRANK D. DEMARIA
President

10097B West Oakland Park Blvd.
Sunrise, Florida 33352
(305) 748-8658

February 8, 1996

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*****70.00 *****70.00

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Subject: DOWNTOWN ELECTRONIC MALL, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and Certificate of Designation Registered Agent and Registered Office, and a check for \$70.00.

From: FRANK DE MARIA
TAX DEPOT
10097B W. OAKLAND PARK BOULEVARD
SUNRISE, FLORIDA 33351
TELEPHONE: (305) 748-8655

VERY TRULY YOURS,

Frank De Maria
FRANK DE MARIA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 15 AM 11:15

UgW 2-1596

"THE STATION FOR ALL YOUR ACCOUNTING AND TAX NEEDS"

ARTICLES OF INCORPORATION
OF
DOWNTOWN ELECTRONIC MALL, INC.

FILED
SECRETARY OF STATE
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The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME OF CORPORATION

The name of the corporation is DOWNTOWN ELECTRONIC MALL, INC.

ARTICLE TWO

PRINCIPAL OFFICE

The principal office of the corporation will be 2700 WEST CYPRESS CREEK ROAD, SUITE D-109, FT. LAUDERDALE, FLORIDA 33309.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

INITIAL CAPITAL

The amount of initial capital with which this corporation shall begin business shall be five hundred (\$500.00) dollars.

ARTICLE FIVE

SHARES

The aggregate number of shares which the corporation has authority to issue is 5,000 shares, all of which shall be common shares and shall have a par value of one (\$1.00) dollar.

ARTICLE SIX

TERM OF EXISTENCE

The duration of this corporation is perpetual.

ARTICLE SEVEN

INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent is **PEDRO SANCHES**. The street address of the initial registered office is 2700 WEST CYPRESS CREEK ROAD, SUITE D-109, FT. LAUDERDALE, FL 33309.

ARTICLE EIGHT

INCORPORATORS

The name and address of the Incorporator is:

NAME

ADDRESS

PEDRO SANCHES

2700 WEST CYPRESS CREED ROAD
SUITE D-109
FT. LAUDERDALE, FL 33309

In witness whereof, I have hereunto set my hand and seal this 8TH. day of FEBRUARY, 1996.



PEDRO SANCHES

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organizing under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is: **DOWNTOWN ELECTRONIC MALL, INC.**.
2. The name and address of the registered agent and office is:

PEDRO SANCHES
2700 WEST CYPRESS CREEK RD., SUITE D-109
FORT LAUDERDALE, FLORIDA 33122

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


PEDRO SANCHES
REGISTERED AGENT

102/08/96
DATE

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