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*September 27, 1996*  
**P96000081298**

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

400001960174  
-10/01/96--01006--003  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

RE: DOWNTOWN SERVICES, INC.

Please find enclosed the original Articles of Incorporation of Downtown Services, Inc. for filing with the Department of State along with one (1) copy of articles for certification by you.

You will also find enclosed a check in the amount of \$122.50 to cover the costs associated with filing and providing a certified copy of articles.

Thank you for your anticipated cooperation

Sincerely,

*Samuel T. Marshall, II*

Samuel T. Marshall, II  
BROWN AND MARSHALL  
Attorneys at Law

mlt

*[Handwritten signature]*

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FBI - TAMPA

**ARTICLES OF INCORPORATION  
OF  
DOWNTOWN SERVICES, INC**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation shall be DOWNTOWN SERVICES, INC.

**ARTICLE II - PURPOSE**

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

**ARTICLE III - PRINCIPAL OFFICE**

The principal place of business of the corporation shall be 1531 N. Drexel Road, Apartment #192, West Palm Beach, Florida 33417 and the mailing address shall be 1531 N. Drexel Road, Apartment #192, West Palm Beach, Florida 33417.

**ARTICLE IV - CAPITAL STOCK**

The number of shares of stock that the corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock of a par value of one (\$1.00) Dollar per share.

**ARTICLE V - INITIAL REGISTERED  
AGENT AND ADDRESS**

The name and address of the initial registered agent is DONALD NEFF, III, 1531 N. Drexel Road, Apartment #192, West Palm Beach, Florida 33417.

**ARTICLE VI - INCORPORATOR**

The name and address of the incorporator to the Articles of Incorporation is DONALD NEFF, III, 1531 N. Drexel Road, Apartment #192, West Palm Beach, Florida 33417.

**ARTICLE VII - DIRECTORS**

The names and street address of the members of the initial Board of Directors of the Corporation who shall hold office until the first annual meeting of Stockholders or until their successors shall have been elected or appointed and have qualified, are:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. DONALD NEFF, III  
1531 N. Drexel Road  
Apartment #192  
West Palm Beach, Florida 33417
2. JAMES FREDERICK  
936 38th Street  
West Palm Beach, Florida 33407

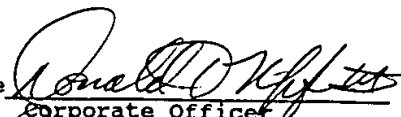
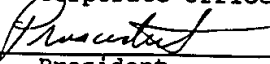
The undersigned has executed these Articles of Incorporation this 27 day of Sept., 1996.

  
DONALD NEFF, III, Incorporator

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organized 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 SERVICES, INC.
2. The name and address of the Registered Agent and Office is DONALD NEFF, III, 1531 N. Drexel Road, Apartment #192, #West Palm Beach, Florida 33417.

Signature   
Corporate Officer  
Title   
President  
Date 27<sup>th</sup> Sept 1996.

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 any duties, and I am familiar

with and accept the obligations of my position as Registered Agent.

Signature

Donald Neff, III  
DONALD NEFF, III  
Registered Agent

Date

Sept 27<sup>th</sup> 1967

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA