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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001

FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036
CONTACT: KYLE L WHITE
PHONE: (407)843-4600 FAX #: (407)843-4444

NAME: BRAVISSIMO-OWNTOWN, INC.
AUDIT NUMBER.....H98000002912
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 2
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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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** INVALID SELECTION...PLEASE RE-ENTER **

ATTORNEY: JGB

CLIENT NO: _____

MATTER NO: _____

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B. McKnight FEB 12 1998

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ARTICLES OF INCORPORATION
OF
BRAVISSIMO-DOWNTOWN, INC.

ARTICLE I - NAME

The name of this corporation is BRAVISSIMO-DOWNTOWN, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 900 East Washington Street, Orlando, Florida 32801.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of ONE CENT (\$0.01) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 North Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is James Balletta, Esquire.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors are as follows:

Rosario Spagnolo

900 East Washington Street
Orlando, Florida 32801

This document was prepared by:

James Balletta, Esquire

Florida Bar Number: 0443050

Lowndes, Drosdick, Doster, Kantor & Reed, P.A.

P. O. Box 2809

Orlando, Florida 32802-2809

(407) 843-4600

Armando Martorelli

900 East Washington Street
Orlando, Florida 32801

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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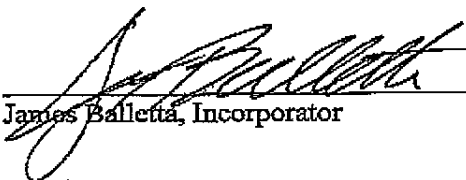
ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

James Balletta

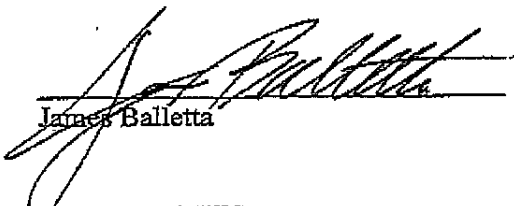
900 East Washington Street
Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 11 day of February, 1998.


James Balletta, Incorporator

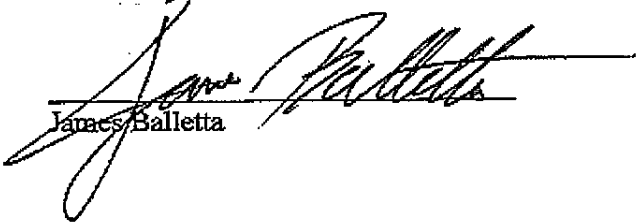
ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of BRAVISSIMO-DOWNTOWN, INC.


James Balletta

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by virtue of the undersigned acting as Incorporator of BRAVISSIMO-DOWNTOWN, INC.


James Balletta