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NEW FILINGS	AMENDMENTS		
Profit	Amendment		
NonProfit	Resignation of R.A., Officer/ Dir		
Limited Liability	Change of Registered Agent		
Domestication	Dissolution/Withdrawal		
Other	Merger		LED M 8: 1: CORFORATI SSEE, FLORII
OTHER FILINGS	REGISTRATION/ QUALIFICATION		RIDAS
Annual Report	Foreign		
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Name Reservation	Reinstatement		
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Articles of Incorporation Of Main Floor, Inc.

THE WALL OF THE STATE OF THE ST In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose organizing a business corporation.

Article One

The name of the corporation ("Corporation") is Main Floor, Inc.

Article Two

The street address of the principal office of the Corporation is 530 Lincoln Road, Suite 200, Miami Beach, Florida 33139.

Article Three

The maximum number of shares this Corporation is authorized to issue is 1,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect, and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

Article Four

The initial street address of the Corporation's registered office is 530 Lincoln Road, Suite 200, Miami Beach, Florida 33139. The initial registered agent for the Corporation at that address is Jason M. Montague.

Article Five

The name and street address of the person signing these articles of incorporation is Michael Young, 530 Lincoln Road, Suite 200, Miami Beach, Florida 33139.

Article Six

The corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Main Floor, Inc., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

ason M. Montague Date: 6/29/98