



**ARTICLES OF INCORPORATION  
OF  
MLI ACQUISITION CORP.**

ARTICLE I - NAME

The name of this Corporation is **MLI ACQUISITION CORP.**, and its address is c/o Aristides Martinez, 401 Miracle Mile, Suite 302, Coral Gables, FL. 33134.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 5,000 shares of one penny (\$.01) par value common stock, which shall be designated "Common Shares."

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99 JUN 11 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Corporation Company of Miami, and its address is 201 South Biscayne Boulevard, 1500 Miami Center, Miami, Florida 33131.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors of this Corporation may be increased or decreased from time to time by the Bylaws of the Corporation, but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

| <b>NAME</b>        | <b>ADDRESS</b>                                           |
|--------------------|----------------------------------------------------------|
| Aristides Martinez | 401 Miracle Mile<br>Suite 302<br>Coral Gables, FL. 33134 |

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholder or Director.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is Aristides Martinez and his address is: 401 Miracle Mile, Suite 302, Coral Gables, FL. 33134.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this 28 day of May, 1999.

  
\_\_\_\_\_  
ARISTIDES MARTINEZ, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 28<sup>th</sup> DAY OF MAY, 1999.

**CORPORATION COMPANY OF MIAMI**

By: *Lalaine A. Landau*  
Lalaine A. Landau, Assistant Secretary for  
CORPORATION COMPANY OF MIAMI  
(Registered Agent)

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