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# ARTICLES OF INCORPORATION OF

# MDC PUBLISHING & RECORDS, INC

The undersigned subscriber to these articles of incorporation, a natural person competent to contract, herby forms a corporation under the laws of the State of Florida.

# ARTICLE I. NAME

The name of the corporation is

# MDC PUBLISHING & RECORDS, INC

#### **ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

# ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Five Hundred Shares of common stock having \$1 par value per share.

# **ARTICLE IV. ADDRESS**

The initial street address of the principal office of this corporation is to be at 16422 SW 72<sup>ND</sup> Terrace Miami, Florida 33193.

The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

# ARTICLE V. REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That MDC Publishing & Records, Inc , desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Miami, Dade County, has named Pedro Neira, located at 16422 SW 72<sup>nd</sup> Terrace Miami, Florida 33193 as its agent to accept service of process within this State.

#### ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said office.

Registered Agent - Pedro Neira

#### ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

# ARTICLE VII. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that, which he already holds, shall have the right to purchase his pro-rated share thereof at the price at which it is offered to others.

# **ARTICLE VIII. SPECIAL PROVISION**

The stock of this corporation is intended to qualify under the requirements of section 1244 of the Internal Revenue Code and the regulations issued hereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

# ARTICLE IX. DIRECTORS

This corporation shall have one director initially. The number of directors may be increased from time to time by the bylaws, but shall never be less than one.

The name and street address of the initial member of the Board of Directors are:

PEDRO NEIRA

16422 SW 72<sup>nd</sup> Terrace Miami, Florida 33193

# ARTICLE X. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

PEDRO NEIRA

16422 SW 72<sup>nd</sup> Terrace Miami, Florida 33193

# **ARTICLE XI. INCORPORATOR**

The name and street address of the incorporator to Articles of Incorporation are:

PEDRO NEIRA

16422 SW 72<sup>nd</sup> Terrace Miami, Florida 33193

# ARTICLE XII. EFECTIVE DATE

These Articles of Incorporation shall be effective on March 8<sup>th</sup>, 2004 date of execution and acknowledgement.

#### ARTICLE XIII. AMMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. The Board of Directors, proposed by them to the shareholders, and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, shall approve every amendment manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOFF, I have hereunto set my hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, seal on this 8<sup>th</sup> Day of March, 2004.

PEDRO NEIRA

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