

Jan 02 2013 1:08PM  
Division of Corporations

MASON YEAGER GERSON WHITE 5614710894

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Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
MECNB, INC.**

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January 2, 2013

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

MECNB, INC.  
12 ELAINE COURT  
WOODCLIFF LAKE, NJ 07677

SUBJECT: MECNB, INC.  
REF: G20301

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

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13 JAN -2 AM 8:39  
FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

P.O BOX 6327 - Tallahassee, Florida 32314

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
MECNB, INC.**

FILED  
13 JAN -2 PM 12:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, hereby make, acknowledge and file these Amended and Restated Articles of Incorporation for the purpose of amending and restating the Articles of Incorporation filed on January 25, 1983, as amended by those certain amendments filed August 24, 2006 and November 16, 2010. The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval.

**ARTICLE I  
NAME**

The name of this Corporation shall be:

MECNB, Inc.

**ARTICLE II  
ADDRESS**

The mailing address of the corporation is:

750 South Federal Hwy.  
Deerfield Beach, Florida 33441

**ARTICLE III  
AUTHORIZED SHARES**

The total number of shares of stock which the Corporation is authorized to have outstanding at any time shall be 100,000 shares of Common Stock at one dollar (\$1.00) par value. The total authorized shares of Common Stock shall consist of 50,000 shares of Voting Stock and 50,000 shares of Non-Voting Stock.

**ARTICLE IV**  
**REGISTERED OFFICE AND AGENT**

The street address of the registered office of this Corporation in the State of Florida shall be:

750 South Federal Hwy.  
Deerfield Beach, Florida 33441

The name of the registered agent of this Corporation at that address shall be:

Robert J. Rodriguez

**ARTICLE V**  
**BOARD OF DIRECTORS**


The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors. The number of directors of the corporation shall be established and regulated by the Bylaws.

**ARTICLE VI**  
**INCORPORATOR**

The name and street address of the incorporator signing these Amended and Restated Articles of Incorporation are as follows:

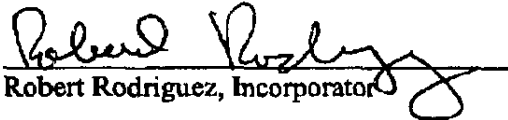
<u>Name</u>	<u>Street Address</u>
Robert Rodriguez	750 South Federal Hwy. Deerfield Beach, Florida 33441

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Amended and Restated Articles of Incorporation at West Palm Beach, Florida, for the uses and purposes aforesaid, this 31 day of December, 2012.

  
Robert Rodriguez, Incorporator

**DESIGNATION AND ACCEPTANCE  
OF  
REGISTERED AGENT**

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, MECNB, Inc., having filed its Amended and Restated Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 750 South Federal Hwy., Deerfield Beach, Florida 33441, has named Robert Rodriguez located thereat as its registered agent to accept service of process within this State.

By:   
Robert Rodriguez, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby consent to and accept the appointment to act in this capacity, acknowledge that I am familiar with and accept the obligations of a registered agent and agree to comply with the laws of Florida applicable thereto.

By:   
Robert Rodriguez, Registered Agent