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**Florida Department of State
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To:

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Fax Number : (850)205-0381

From:

Account Name : HODGSON RUSS LLP
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04 MAR 11 AM 7:24
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TALLAHASSEE, FLORIDA

FLORIDA NON-PROFIT CORPORATION

MCC COUNCIL CORP.

Certificate of Status	0
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Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF
MCC COUNCIL CORP.

I, the undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, do hereby execute these Articles of Incorporation for the purpose of forming a corporation not-for-profit under the laws of the State of Florida.

ARTICLE 1

NAME

The name of this Corporation is MCC COUNCIL CORP.

ARTICLE 2

PURPOSES

The purposes for which this corporation is organized are to preserve and protect the quality of life in the Mizner Country Club community, Delray Beach, Florida, to implement such actions and activities to affect that quality of life, and for all other lawful purposes whatsoever that may be undertaken by a Florida not-for-profit corporation.

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ARTICLE 3

MEMBERSHIP

This corporation may, if the Board of Directors so determine by a majority vote of the Board of Directors then in office, have members and the qualifications for membership, and the rights and obligations of members, shall be as provided in the Bylaws of this corporation.

ARTICLE 4

TERM OF EXISTENCE

The term of existence of this corporation is perpetual.

ARTICLE 5

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1801 N. Military Trail, Suite 200, Boca Raton, Florida 33431 and the name of the initial registered agent of this Corporation at that address is HRAWG Corp., a Florida corporation.

ARTICLE 6

PRINCIPAL OFFICE

The street address of the principal office of this Corporation and the mailing address shall be c/o David Hanania, 16007 Laurel Creek Drive, Delray Beach, Florida 33446.

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ARTICLE 7

INCORPORATOR

The name and address of the Incorporator is David Hanania, 16007 Laurel Creek Drive,
Delray Beach, Florida 33446.

ARTICLE 8

DIRECTORS

The number of Directors and the manner of election of the Directors shall be as stated in
the Bylaws, provided that the Board of Directors must consist of three (3) or more individuals.

ARTICLE 9

BYLAWS

The initial Bylaws of the corporation shall be adopted by a majority vote of the Board of
Directors.

ARTICLE 10

AMENDMENTS

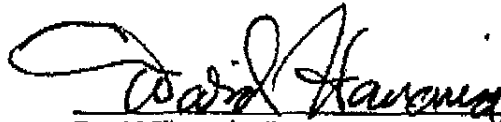
These Articles of Incorporation may be amended from time to time by a majority vote of
the Board of Directors then in office.

ARTICLE 11

NEGATION OF PECUNIARY GAIN

This corporation is not organized for a pecuniary profit. It shall not have any power to issue Certificates of Stock or declare dividends, and no part of its income shall be distributed or inure to the benefit of any member, director, officer or individual.

SUBSCRIBED to this 11 day of March, 2004.



David Hanania, Incorporator

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CERTIFICATE OF
DESIGNATION OF REGISTERED AGENT
FOR
MCC COUNCIL CORP.

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Pursuant to Section 617.0501, Florida Statutes, the following is submitted:

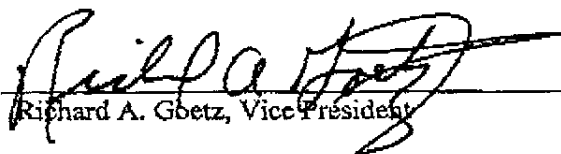
MCC COUNCIL CORP., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, has named HRAWG CORP., a Florida corporation, located at 1801 N. Military Trail, Suite 200, City of Boca Raton, Florida, County of Palm Beach, State of Florida, as its registered agent for 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 agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations as set forth in Section 617.0501, Florida Statutes.

HRAWG CORP., a Florida corporation

By:


Richard A. Goetz, Vice President