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Florida Department of State
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To:

Division of Corporations
Fax Number : (850)922-4001

From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212)431-5000
Fax Number : (212)431-1441

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00 JUN 27 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.
MJM SHELL CONTRACTING CORP.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION
OF
MJM SHELL CONTRACTING CORP.**

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 and 621 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is: **MJM SHELL CONTRACTING CORP.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed is the to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is **500** shares, at **\$1.00 par value**.
5. The principal address and mailing address of the corporation will be: **420 Lincoln Road, Suite 600, Miami Beach, Florida 33139** and the name of its initial registered agent at such address is: **Charles L. Neustein, Esq.**
6. The name and address of the sole incorporator is:

Jean M. Sherett,
c/o **BlumbergExcelsior Corporate Services, Inc.**
62 White Street, N. Y., N.Y. 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: **June 26, 2000.**


Jean M. Sherett
Sole Incorporator

BlumbergExcelsior Corporate Services, Inc
62 White Street, NYC 10013
(212)431-5000

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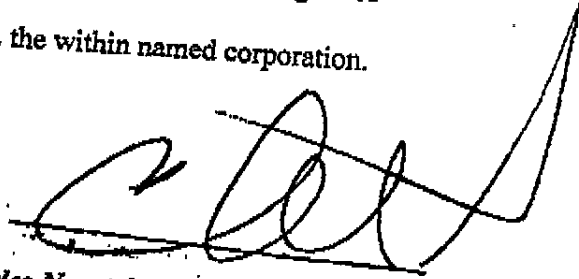
ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of
MJM SHELL CONTRACTING CORP., the within named corporation.

Dated: June 26, 2000.



By: **Charles Neustein**
Its Agent

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