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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

700003328097--8
-07/19/00-01078-002
*****70.00 *****70.00

SUBJECT: MP&C Trading Corporation
(proposed corporate name)

Enclosed please find an original copy of the Articles of Incorporation for the above corporation and a check in the amount of \$70.00.

FROM: Michael V. Petto
Name

1 Harbourside Drive
Address

Delray Beach, Florida 33483
City, State & Zip

(561) 279-8562
Telephone Number

FILED
00 JUL 19 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Note: Additional copy of articles is needed when certified copy is requested.

yx 7/24

ARTICLES OF INCORPORATION

OF

MP&C TRADING CORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

MP&C Trading Corporation

ARTICLE II

The principal place of business and mailing address of this corporation shall be:

MP&C Trading Corporation
1 Harbourside Drive
Delray Beach, Florida 33483

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares.

ARTICLE IV

The name and address of the initial registered agent is:

Michael V. Petto
1 Harbourside Drive
Delray Beach, Florida 33483

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TALLAHASSEE, FLORIDA

ARTICLE V

The names and street addresses of the incorporators to these Articles of Incorporation are:

1. Evelyn Colucci
2789 Carambola Circle South
Applewood Village II
Coconut Creek, Florida 33066
2. Nicholas Colucci
2789 Carambola Circle South
Applewood Village II
Coconut Creek, Florida 33066
3. Michael V. Petto
1 Harbourside Drive
Delray Beach, Florida 33483

The undersigned have executed these Articles of Incorporation this 13th day of July, 2000.

Evelyn Colucci President
Signature/Title

Nicholas Colucci Treasurer
Signature/Title

Michael Petto Director
Signature/Title

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

MP&C Trading Corporation

2. The name and address of the registered agent and office is:

Michael V. Petto
(Name)

1 Harbourside Drive
(P. O. Box not acceptable)

Delray Beach, Florida 33483
(City/State/Zip)

00 JUL 19 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Michael Petto

DATE July 13, 2000

REGISTERED AGENT FILING FEE \$35.00