

LAW OFFICES

REINMAN MATHESON KOSTRO VAUGHAN & DURHAM, P.A.

MELBOURNE • ORMOND BEACH

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March 23, 2001

PO10000040318

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: MH, Inc. - Certificate of Domestication

600003963336--1  
-04/06/01--01096--022  
\*\*\*\*128.75 \*\*\*\*128.75

Dear Sir or Madam:

Enclosed herewith please find an original and one copy of the Certificate of Domestication, along with an original and one copy of Florida Articles of Incorporation for MH, Inc., formerly MHS, Inc., a New Mexico corporation. Please file same and return a certified copy to this office.

Also enclosed is our check in the amount of \$128.75 (\$50.00 for the Certificate of Domestication and \$78.75 for the Articles of Incorporation and certified copy of same.) Should you have any questions regarding this filing, please contact the undersigned

Sincerely,

*Victor S. Kostro*

VICTOR S. KOSTRO

VSK:pip  
Enclosures

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FILED  
01 APR 19 PM 1:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

G. BULLOCK APR 20 2001



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 10, 2001

REINMAN MATHESON KOSTRO VAUGHAN & DURHAM PA  
1825 RIVERVIEW DRIVE  
MELBOURNE, FL 32901

SUBJECT: MH, INC.  
Ref. Number: W01000008103

We have received your document for MH, INC. and your check(s) totaling \$128.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

WHEN FILING A DOMESTICATION, YOU MUST USE THE ORIGINAL INCORPORATION DATE AS THE EFFECTIVE DATE. PLEASE REMOVE THE EFFECTIVE DATE IN THE NEW SET OF ARTICLES. (ARTICLE II)

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Gina Bullock  
Document Specialist  
New Filing Section

Letter Number: 901A00021328

## CERTIFICATE OF DOMESTICATION

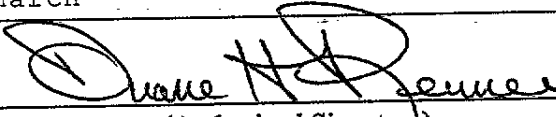
The undersigned, Duane H. Renner, Vice President,  
(Name) (Title)

of MHS, Inc. a foreign Corporation,  
(Corporation Name)  
in accordance with F.S., 607.1801 does hereby certify:

1. The date on which corporation was first formed was September 4, 1998.
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was New Mexico.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was MHS, Inc..
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is CRDR, Inc..
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was New Mexico.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Vice President, of CRDR, Inc.

and am authorized to sign this certificate of Domestication on behalf of the corporation and have done so this the 23rd day of March, 2001.

  
(Authorized Signature)

### Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF CRDR, INC.**

**ARTICLE I - NAME**

The name of this corporation is CRDR, Inc., located at 1919 Highway A1A, Apt. 203, Indian Harbour Beach, Florida 32937.

**ARTICLE II - DURATION**

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

**ARTICLE III - PURPOSE**

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of \$.01 par value common stock.

**ARTICLE V - VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

## **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 1919 Highway A1A, Apt. 203, Indian Harbour Beach, Florida 32937, and the name of the initial registered agent of this corporation at that address is Duane H. Renner.

## **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial directors of this corporation are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
CAROLE J. RENNER	1919 Highway A1A, Apt. 203 Indian Harbour Beach, Florida 32937
DUANE H. RENNER	1919 Highway A1A, Apt. 203 Indian Harbour Beach, Florida 32937

## **ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
DUANE H. RENNER	1919 Highway A1A, Apt. 203 Indian Harbour Beach, Florida 32937

The powers of the Incorporator shall terminate upon the filing of these Articles of Incorporation.

## **ARTICLE IX - BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

#### **ARTICLE X - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

#### **ARTICLE XI - COMPENSATION OF DIRECTORS**

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

#### **ARTICLE XII - INDEMNIFICATION**

The corporation shall, to the fullest extent permitted by Florida Statute Section 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

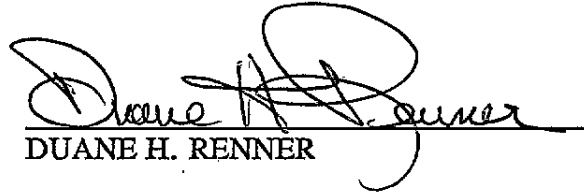
#### **ARTICLE XIII - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XIV - I.R.C. SECTION 1244 STOCK**

It is the intent of the Incorporator to qualify the shares issued hereunder as "Section 1244 Stock" pursuant to Section 1244 of the Internal Revenue Code of 1986, as amended.

**IN WITNESS WHEREOF**, the undersigned subscriber has executed these Articles of Incorporation this 23rd day of March, 2001.

  
DUANE H. RENNER

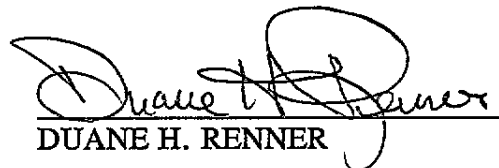
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that <sup>Inc.,</sup> CRDR, / desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Indian Harbour Beach, County of Brevard, State of Florida, has named Duane H. Renner, located at 1919 Highway A1A, Apt. 203, Indian Harbour Beach, Florida 32937, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

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 Act relative to keeping open said office.

  
DUANE H. RENNER

**FILED**  
01 APR 19 PM 1:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA