

# P01000052470

Florida Department of State  
Division of Corporations  
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Account Name : FAS-T CORP. AGENTS, INC.  
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## FLORIDA PROFIT CORPORATION OR P.A.

### MP GROUP, INC.

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**FLORIDA DEPARTMENT OF STATE**  
Katherine Harris  
Secretary of State

May 24, 2001

FAS-T

SUBJECT: MP GROUP, INC.  
REF: W01000011911

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION**  
**OF**  
**MP Group, Inc.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I: NAME**

The name of the corporation shall be :

MP Group, Inc.

**ARTICLE II: PRINCIPAL OFFICE**

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

P.O. Box 33536  
Palm Beach Gardens, Florida 33420-3536

**ARTICLE III: CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is :

One Hundred (100) shares having a par value of no par per share.

**ARTICLE IV: REGISTERED AGENT AND STREET ADDRESS**

The name and address of the registered agent is:

David M. Piccolo, Attorney  
1738 45th Street  
West Palm Beach, Florida 33407

**ARTICLE V: PREEMPTIVE RIGHTS**

MP Group, Inc. elects to have preemptive rights.

**ARTICLE VI: TERMS OF EXISTENCE**

This Corporation is to exist perpetually.

THESE ARTICLES WERE PREPARED BY  
DAVID M. PICCOLO, ATTORNEY AT LAW  
FL. BAR NO. 0846074  
1738 45TH STREET  
WEST PALM BEACH, FL. 33407  
(561) 911-9151

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**ARTICLE VII: REMOVAL OF DIRECTORS**

Director(s) of MP Group, Inc. may be removed only for cause.

**ARTICLE VIII: INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) of these Articles of Incorporation is (are) :

Marti K. Falck  
P.O. Box 33536  
Palm Beach Gardens, Florida 33420-3536

**ARTICLE IX: OFFICER (S) / DIRECTOR (S)**


The name and address of the officer (s) and director(s) of MP Group, Inc. are :

D / P: Philip F. Peberdy  
P.O. Box 33536 ..  
Palm Beach Gardens, Florida 33420-3536

D / VP: Martti K. Falck  
P.O. Box 33536  
Palm Beach Gardens, Florida 33420-3536

S / T: Victoria R. Peberdy  
P.O. Box 33536  
Palm Beach Gardens, Florida 33420-3536

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this  
23 day of MAY, 2001.

  
\_\_\_\_\_  
MP Group, Inc.  
Marti K. Falck, Incorporator

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0503, 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, the State of Florida.

1. The name of the Corporation.

MP Group, Inc.

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

David M. Piccolo, Attorney, 1738 45th Street, West Palm Beach, Florida 33407

SIGNATURE David M. Piccolo  
TITLE Attorney  
DATE May 21, 2001

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 ACCEPT THE  
DUTIES AND OBLIGATIONS OF SECTION 617.0503, FLORIDA STATUTES.

SIGNATURE David M. Piccolo  
DATE May 21, 2001

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