3320 S.W. 87 AVENUE MIAMI, FLORIDA (305)552-5973 500004781365--9 -01/17/02--01027--002 ******78.75 *****78.75 TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 2. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Rick up time Certified Copy Mail out Will wait Photocopy Certificate of Status AMENDMENTS NEW FILINGS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials

ARTICLES OF INCORPORATION

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

ARTICLE I - NAME

The name of the corporation shall be:

MC HOLDINGS & TRADING CORP.



ARTICLE II - PRINCIPAL OFFICE

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

2227 SKYLANE BLVD.

CAPE CORAL, FL 33991

ARTICLE III -SHARES

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

1,000 Shares at \$100.00 par value

ARTICLES IV -INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

MICHAEL CASTELLANNI 6850 W 14 Court Apt. 20B MIAMI, FL 33014

<u>ARTICLE V - INCORPORATOR</u>

The name and street address of the incorporator to these Articles of Incorporation is:

MICHAEL CASTELLANNI

6850 W 14 Court Apt. #20B

Miami, F1 33014

The undersigned incorporator has executed these Articles of Incorporation this 16thday of January 20 02

Signature

ARTICLE VI- DIRECTOR(S)

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

CARLOS ANAYA PRESIDENT

MICHAEL CASTELLANNI VICE PRESIDENT

6850 W 14 Court Apt. # 20B MIAMI, FL 33014

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

Having been named as Registered Agent and to accept service of process for the above stated corporation at 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 related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Registered Agent Signature