

CORPDIRECT AGENTS, INC. (formerly CCRS)  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILED  
APR 16 2002  
TALLAHASSEE, FLORIDA  
2002 APR 16 PM 1:36  
FILED  
P020000041058

CONTACT: CINDY HICKS

DATE: 4-16-02

REF. #: 000150.6122

CORP. NAME: MBNA REALTY CORP.

- ☒ ARTICLES OF INCORPORATION ( ) ARTICLES OF AMENDMENT ( ) ARTICLES OF DISSOLUTION  
( ) ANNUAL REPORT ( ) TRADEMARK/SERVICE MARK ( ) FICTITIOUS NAME  
( ) FOREIGN QUALIFICATION ( ) LIMITED PARTNERSHIP ( ) LIMITED LIABILITY  
( ) REINSTATEMENT ( ) MERGER ( ) WITHDRAWAL  
( ) CERTIFICATE OF CANCELLATION ( ) UCC-1 ( ) UCC-3  
( ) OTHER:

500005281985--C  
-04/16/02--01024--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

STATE FEES PREPAID WITH CHECK# 502062 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

- ☒ CERTIFIED COPY ( ) CERTIFICATE OF GOOD STANDING ( ) PLAIN STAMPED COPY  
( ) CERTIFICATE OF STATUS

Examiner's Initials

RECEIVED  
02 APR 16 AM 10:59  
DIVISION OF CORPORATE  
TALLAHASSEE, FLORIDA

4/16/02

ARTICLES OF INCORPORATION

OF

MBNA REALTY CORP.

FILED

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I

The name of the corporation is MBNA REALTY CORP. (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is c/o Walden Capital Corporation, 4040 N.E. 2<sup>nd</sup> Avenue, Miami, Florida 33137.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Capital Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 94 La Gorce Circle, City of Miami Beach, County of Miami-Dade, State of Florida 33141 and the name of its initial registered agent at such office is Javier Holtz.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws.


**ARTICLE VII**

The name of the Incorporator is Steven E. Goldman and the address of the Incorporator is 1221 Brickell Avenue, Suite #2100, Miami, Florida 33131.

**ARTICLE VIII**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 11th day of April, 2002.

  
\_\_\_\_\_  
Steven E. Goldman, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of MBNA REALTY CORP. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

  
\_\_\_\_\_  
Javier Holtz, Registered Agent

Dated: April 15, 2002

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA