FILINGS, INC. TERESA ROMAN

(Requestor's Name)
2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

385-6735

OFFICE USE ONLY

(City, State, Zip)

(Phone #)

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1. <u>MDC MAN</u> (Corporati	tement Corporati	(Document #)
2	-	(Document #)
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NEW FILINGS	AMENDMENTS	
Profit	Amendment	
NonProfit	Resignation of R.A., Officer/I	Director
Limited Liability	Change of Registered Agent	021 R
Domestication	Dissolution/Withdrawal	
Other	Merger	28 28
OTHER FILINGS	REGISTRATION/ QUALIFICATION	MAY 28 PM 2: 59
Annual Report	Foreign	라 (1985년 1986년 - 1984년 - 1984 - 1984년 - 1984
Fictitious Name	Limited Partnership	
Name Reservation	Reinstatement	<u> </u>
	Trademark	The second of the second
	Other	Examiner's Initials



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

May 24, 2002

FILINGS INC.

TALLAHASSEE, FL

SUBJECT: MDC MANAGEMENT CORPORATION

Ref. Number: W02000015210

We have received your document for MDC MANAGEMENT CORPORATION. However, the document has not been filed and is being returned for the following:

The corporate fees are as follows:

CORPORATIONS FILING FEES

Profit and NonProfit Florida & Foreign Corp.

Filing Fees	\$35.00
Registered Agent	
Designation	\$35.00
Certifed Copy	\$8.75
Certificate of Status	\$8.75

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) 245-6934.

Loria Poole Corporate Specialist New Filings Section

Letter Number: 702A00033857



ARTICLES OF INCORPORATION OF

MDC MANAGEMENT CORPORATION

ARTICLE I: CORPORATE NAME

The name and principal or mailing address of the Corporation are: MDC MANAGEMENT CORPORATION, 14221 SW 104 Avenue, Miami, Florida 33176.

ARTICLE II: NATURE OF CORPORATE BUSINESS

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III: CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of One Hundred (100) shares of one class of common stock having a par value of One (\$1.00) Dollar per share.

PREPARED BY: USHER BRYN, ESQ. 2999 NE 191 STREET, PH 6 AVENTURA, FL 33180 FLA. BAR # 0475203

ARTICLE IV: PREEMPTIVE RIGHTS

All Shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V: INITIAL REGISTERED AGENT

AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida are: USHER BRYN, 2999 NE 191 STREET, PH 6, AVENTURA FL 33180.

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.

USHER BRYN ESQ. AMII: 23
Registered Agent ANGSEE. FLORIE

ARTICLE VI: BOARD OF DIRECTORS

All corporate powers shall be exercised by and be under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the board of directors.

Initially, the Corporation shall have one director. The number of directors may thereafter be increased or decreased from time to time in accordance with the by-laws of the Corporation.

The name and address of the initial director is:

DANIEL B. CLARIN, 14221 SW 104 Avenue, Miami, Florida 33176.

Notwithstanding the foregoing, any and all of the powers and duties conferred to or imposed upon the board of directors, may be exercised or performed to such extent and by such person or persons as shall be provided hereinafter by resolution of the shareholders.

ARTICLE VII: INCORPORATOR

The name and address of the person signing these Articles is: SARA PALOMINO, 2999 NE 191 STREET, PH 6, AVENTURA FL 33180.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this $\frac{2 + 3}{2}$ day of MAY, 2002.

SARA PALOMING Incorporator

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

)SS:

The foregoing instrument was acknowledged before me this day of MAY, 2002, by SARA PALOMINO, who is personally known

Notary Public

My Commission Expires:

OFFICIAL NOTARY SEAL
USHER BRYN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC931605
MY COMMISSION EXP. APR. 26,2004