

TRANSMITTAL LETTER

*P02000105497*

Department of State  
Division of Corporations  
P.O. Box 327  
Tallahassee, FL 32314

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-09/26/02--01027--027  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: M.E.C. INVESTMENTS CORPORATION, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

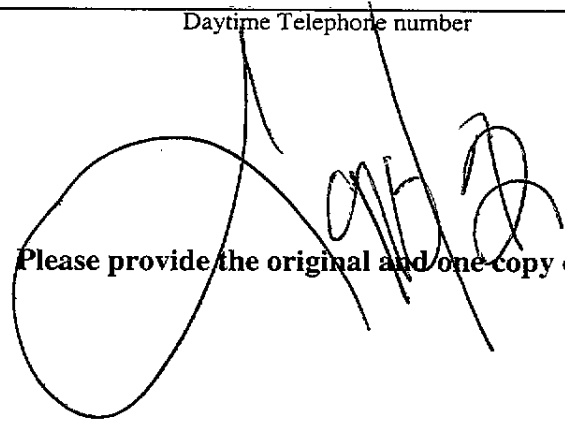
Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee  
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy  
 \$87.50 Filing Fee, Certified Copy & Certificate of Status  
**ADDITIONAL COPY REQUIRED**

FROM: MERVYN E. CUMBERBATCH  
Name (Printed or typed)  
9760 GLACIER  
Address  
MIRAMAR, FL 33025  
City, State & Zip  
954-433-4330  
Daytime Telephone number

02 SEP 26 PM 12:36  
FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION**  
**OF**  
M.E.C. INVESTMENTS CORPORATION, INC.  
(A FLORIDA CORPORATION)

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02 SEP 29 PM 12:36  
TALLAHASSEE  
SECRETARY OF STATE  
FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, each a natural person(s) competent to contract, hereby associate together for the purpose of forming a corporation under the Florida Business Corporation Act, a corporation operating in accordance with and in manners pursuant to the applicable provision in Chapter 607, of the Statutes of the State of Florida relative to corporations, and hereby adopt(s) and agrees as follows:

**ARTICLE I**

**CORPORATE NAME**

The name of this corporation is:

M.E.C. INVESTMENTS CORPORATION, INC.

**ARTICLE II**

**CORPORATE LOCATION**

The place in this state where the principal office of the Corporation is to be located is: **9760 Glacier Drive**, in the City of **Miramar**, in the State of Florida, in the Zip Coded Area **33025**, and in the County of **Broward**.

### **ARTICLE III**

#### **REGISTERED OFFICE AND AGENT**

The street address and city of the initial registered office of the corporation is: 9760 Glacier Drive, in the City of Miramar, in the state of Florida, in the Zip Coded Area **33025**, and in the County of **Broward**. And the name of the registered agent at such address is: **Mervyn E. Cumberbatch**

### **ARTICLE IV**

#### **TERM OF EXISTENCE**

The period of duration of this corporation is "perpetual", unless dissolved according to Florida law. Corporate existence shall commence upon "**Filing with the Secretary of State**"

### **ARTICLE V**

#### **STOCK**

The corporation is authorized to issue **1,000** shares (units) of "**No-par Value**" Stock bearing no stated or nominal value on the face of the stock certificate.

## ARTICLE VI

### PURPOSE

This corporation is organized for the purpose of engaging in any business permitted under the laws of the United States and the State of Florida and it shall have the power(s) to do all things necessary or convenient to carry out its business and affairs, including without limitation power:

- (1) To sue and be sued, complain, and defend in its corporate name;
- (2) To have a corporate seal, which may be altered at will and to use it or a facsimile of it, by impressing or affixing it or in any other manner reproducing it;
- (3) To purchase, receive, lease or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located;
- (4) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property;
- (5) To lend money to, and use its credit to assist, its officers and employees in accordance with s. 607.0833;
- (6) To purchase, receive, subscribe for, or otherwise acquire; own hold, vote, use, sell, mortgage, lend, pledge or otherwise dispose

of; and deal in and with shares or other interests in, or obligations of, any other entity;

- (7) To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the corporation), and secure any of its obligations by mortgage or pledge of any of its property, franchises, and income and make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation; a corporation that owns, directly or indirectly, a majority of the outstanding stock of the contracting corporation, or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation that owns, directly or indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion or attainment of the business of the contracting corporation, and make other contracts of guaranty and suretyship that are necessary of

- convenient to the conduct, promotion, or attainment of the business of the contracting corporation;
- (8) To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;
  - (9) To conduct its business, locate offices, and exercise the powers granted by this act within or without this state;
  - (10) To elect directors and appointment officers, employees, agents of the corporation and define their duties, fix their compensation, and lend them money and credit;
  - (11) To make and amend bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for managing the business and regulating the affairs of the corporation;
  - (12) To make donations for the public welfare or for charitable, scientific, or educational purposes;
  - (13) To transact any lawful business that will aid government policy;
  - (14) To make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the corporation;
  - (15) To pay pensions and establish pension plans, pension trusts, profit-sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees, and agents and for any or all of

the current or former directors, officers, employees, and agents and for any or all of the current of former directors, officers, employees, and agents of its subsidiaries;

- (16) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder; and
- (17) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity.

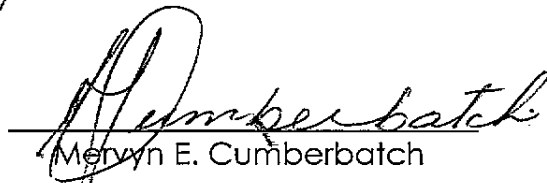
#### ARTICLE VII

##### INCORPORATOR(S)

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

Name	Address
1. Mervyn E. Cumberbatch	9760 Glacier Drive Miramar, FL 33025

The undersigned incorporator(s) has/have executed these Articles of Incorporation this 24 day of September 2002.

  
Mervyn E. Cumberbatch

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATION OF THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is:

M.E.C. Investments Corporation, Inc

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

MERVYN E. CUMBERBATCH  
9760 Glacier  
Miramar, FL 33025

Having been named as registered agent and to accept service of process for the above stated corporation at the 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 provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: 09-24-02

  
Mervyn E. Cumberbatch

02 SEP 26 PM 12:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**FILED**