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☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

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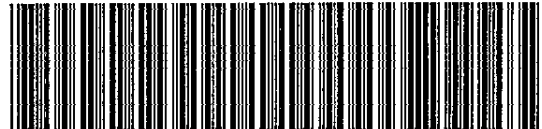
GAVE

AUTHORIZATION BY PHONE TO

CORRECT Art. 1, Art. XIV - officers

DATE 6-5-03

DOC. EXAM Deane



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FILED
03 MAY 30 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W03-16088

6-10-03

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: MDB, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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: Denise Mincey-Mills

Name (Printed or typed)

8740 S. W. 12th Street

Address

Pembroke Pines, Florida 33025

City, State & Zip

(305)-793-0957 or (786) 621-9002

Daytime Telephone Number

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

**Articles of Incorporation
Of
MDB CO. &, INC.**

FILED
03 MAY 30 PM 12: 35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby associate themselves together for the purpose of becoming a body corporate under the laws of the State of Florida, and do hereby certify, make, subscribe, acknowledge and file in the Office of the Secretary of State of the State of Florida, it's Articles of Incorporation, to-wit:

Article I – Name

The name of the corporation shall be MDB CO. &, INC.

Article II – Principle Office

The principle place of business/ mailing address is 8740 S. W. 12 street, Pembroke Pines, Florida, 33026. The corporation will have business activity throughout the State of Florida.

Article III – Purpose

The purpose for which the corporation is organized is to develop, manufacture, produce, purchase or otherwise acquire, sell, import, export, distribute and deal in property, goods, wares, services, merchandise and materials of any kind and description.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from engaging in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Florida.

Article IV – Shares

The Corporation is authorized to issue a maximum of 100 shares of Preferred Stock and a maximum of 500 shares of Common Stock. The holder of preferred stock shall have all voting rights issued to the holders of Common Stocks.

The Preferred Stock shall be Class A - voting stock and have no-par value. The Common Stock shall be Class B – voting stock and have a par value of One (1) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the shareholders.

Article V – Restriction of Transfer of Stock

Shares of stock of this corporation shall contain a provision restricting the transfer of said shares which provides that shares held by the shareholder may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders and to this corporation.

The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

Article VI – Pre-emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase a pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VII – Management of Corporation of by Shareholders

All Corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

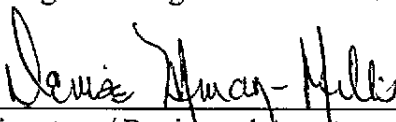
Article VIII – Action by Written Consent

Any action required by law, the Articles of Incorporation or the By-Laws of this corporation to be taken at any annual or special meeting of the shareholders of the corporation, or any action which may be taken at any annual or special meeting of such shareholders, may be taken without a meeting, without prior notice or without a vote, if a consent in writing, setting forth the action so taken, shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted.

Article IX – Initial Registered Agent:

The name of the initial registered agent of this corporation is Denise Mincey-Mills. The street address of the initial registered office of this corporation is 8740 S. W. 12 Street, Pembroke Pines, Florida 33025.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature / Registered Agent

Article X – By-Laws

The powers to adopt, alter, or amend, or repeal by laws shall be vested in the shareholders.

Article XI – Amendments

The shareholders shall have the power to alter, amend, or repeal provision of these articles.

Article XII – Incorporate

The name and address of the Incorporator is:

Denise Mincey-Mills ·
8740 S. W. 12 Street
Pembroke Pines, Florida 33025

Article XIII – Duration/Fiscal Year

This corporation shall exist perpetually unless terminated by lawful dissolution.

The fiscal year shall be January – December.

Article XIV - Officers

P - JIM BAKER
S,T - DENISE MINCEY-MILLS
CEO - WILLIAM DOZIER

FILED

03 MAY 30 PM 12: 3

In witness whereof, the undersigned subscribers have executed these Articles of Incorporation, this the 29th day of April, 2003

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Joan A. Liger
Witness

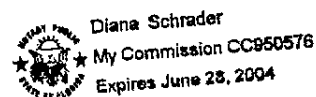
Shonda Jefferson
Witness

Denise Mincey-Mills
Incorporator

State of Florida
Miami-Dade County

The foregoing instrument was acknowledged before me this 29th day of April, 2003 by
Denise Mincey-Mills, the Incorporator of MDB CO. & INC.

Diana Schrader
Notary Public



My Commission Expires: