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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Lic.#CBC034291

January 9, 2004

Department of State
Division of Corporation
P.O.Box 6327
Tallahassee, Florida 32314

Re: MHD Restoration, Inc.

Dear Sirs:

Enclosed is our check in the amount of \$80.00 plus two (2) copies of the Articles Incorporation for the above company.

Please forward the Certificate to:

H. Meyers c/o MHD Restoration, Inc.
3640 NW 16th Street
Lauderhill, FL 33311

Very truly yours,

Herb Meyers
President

ARTICLES of INCORPORATION
of
MHD RESTORATION INC.

1. The undersigned, for the purpose of forming a corporation for profit pursuant to the laws of the State of Florida, do hereby make, subscribe, acknowledge and file the following Articles of Incorporation.

ARTICLE 1

The name of the corporation shall be:

MHD RESTORATION INC.
ARTICLE 2

This corporation shall have the authority to engage in any activity or business permitted under the laws of the United States and of the State of Florida and any other jurisdiction wherein it may conduct business.

ARTICLE 3

This corporation is authorized to issue par value voting stock as described below and none other:

Maximum number of shares: 50,000
Par value per share: \$.01

The authorized shares of par value common stock may be issued only for a consideration having a value: in judgment of the board of directors, equivalent at least to the full par value of the stock to be issued. Such consideration may be in the form of cash, real property, tangible personal property, labor or services rendered, or any combination of the foregoing or such other consideration allowable by law. Each share of common stock of this corporation shall entitle the holder thereof to one vote upon each proposal presented at lawful meetings of the stockholders, no holder of common stock of this corporation shall be entitled to any right of cumulative voting.

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ARTICLE 4

The amount of capital with which this corporation shall begin business shall be not less than Five Hundred Dollars (\$500.00).

ARTICLE 5

Initial Address

The initial street address of the principal office of this corporation in the State of Florida shall be : 1121 Bluewood Terrace Weston Florida #33327

The resident and registered agent shall be: Antonia Stratton 1121 Bluewood Terrace Weston Florida #33327

The Board of Directors may, from time to time, move the principal or registered office to any other address which seems pertinent in the interest of the corporation, either within or without the State of Florida.

ARTICLE 6

Directors

This corporation shall have two (2) directors initially. The stockholders may, from time to time and at any time, raise or lower the number of directors of this corporation by so providing in the bylaws of the corporation, or by amending the bylaws of the corporation, provided that there shall be at least one director and said director need not be citizen of the United States of America.

ARTICLE 7

Initial Directors

The name and street address of the first directors shall be as follows:

Herb Meyers 1121 Bluewood Terrace Weston, Fla. #33327

Steve Levenson 1121 Bluewood Terrace, Weston, Fla. 33327

The directors and officers shall hold office until the first annual meeting of the shareholders or until their successors shall be duly elected or appointed and qualified.

ARTICLE 8

SUBSCRIBER

The name and street address of the subscriber to these Articles of incorporation is:

H. Meyers
1121 Bluewood Terrace
Weston, FL 33327

ARTICLE 9

PREEMPTIVE RIGHTS

No holder of stock of any class of this corporation (or any subscriber) shall be entitled as of right merely because he is a shareholder to purchase any part of the unissued stock of the corporation of any class or of any additional stock of any class to be issued by reason of any increase in the authorized capital stock of the corporation, or of bonds, certificates of indebtedness, debentures or other securities convertible into, or carrying the right to purchase, stock of the corporation, but any such unissued stock of any class, or such additional authorized issue of new stock or of securities convertible into, or carrying the right to purchase stock, may be issued and disposed of by the Board of Directors to such person, firms, corporations, or associations and upon such terms as the Board of Directors may, in their absolute discretion, determine, without offering to the stockholder then of record, of any class, any thereof, on the same terms or on any terms, with all preemptive or preferential right of purchase of every kind being waived by each and every stockholder.

ARTICLE 10

1. The initial By-Laws of this corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the stockholders or the directors. The stockholders may amend, alter or repeal any By-Law adopted by the stockholders, and the Directors may not adopt By-Laws which would be in conflict with the By-Laws adopted by the stockholders.

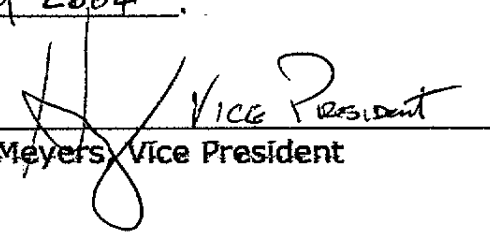
2. Any subscriber or stock holder present at any meeting, either in person, or by proxy, any Director present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objections at such meeting to any defect or insufficiency of notice. Members of the Board of directors shall be deemed present at a meeting of such Board in a conference telephone or similar communication equipment is used by means of which all persons participating in the meeting can hear each other.

3. Each Director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all costs and expenses reasonable incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit or proceeding in which he may be involved or to which he may be made a party by reason of his being or having been a Director or officer of the corporation, said expense to include attorney's fees and the cost of reasonable settlement made with a view to curtailment of litigation, except in relation to matters as to which he finally shall be adjudged in any such action, suit, or proceeding to have been derelict in the performance of this duty as such officer or Director. Such right of indemnification shall not be exclusive of any other rights to which he may be entitled as a matter of law, and the foregoing right of indemnification shall ensure to the benefit of the heirs, executors and administrators of any such director or officer.

4. A Director or officer of the corporation shall not be disqualified by his office from dealing or contracting with the corporation either as a vendor, purchaser, or otherwise nor shall any transaction or contract of the corporation be void or voidable by reason of the fact that any Director or officer or any firm of which any Director or officer is a member or any corporation of which any Director or officer is a stockholder, officer, or Director, is in any way interested in such transaction or contract, provided that disclosure of such direct or indirect interest to the Board of Directors and such transaction or contract is or shall be authorized, ratified, or approved either (a) by a vote of the majority of a quorum of the Board of Directors, without counting in such majority or quorum any Director so interested or member of a firm so interested, or a stockholder, officer or Director of a corporation so interested or (b) by the written consent, or by the vote of any stockholder's meeting of the holders of record, a majority of all the outstanding shares of stock in the corporation entitled to vote, nor shall any Director or officer be liable to account to the corporation for any profits realized by or from or through any such transaction or contract authorized, ratified, or approved as herein provided by reason of the fact

that he, or any firm of which he is a member of any corporation of which he is a stockholder, officer or Director, was interested in such transaction or contract. Nothing herein contained shall create liability in the events above described or prevent the authorized approval of such contracts in any other manner permitted by law.

I, THE UNDERSIGNED, being the Subscriber to these Articles of Incorporation. for purpose of forming a corporation to do business both within and without the State of Florida, do make, subscribe, acknowledge and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true and accordingly, have hereunto set my hand and seal this 12th day of JANUARY 2004.


H. Meyers, Vice President

Certificate designating place of business or domicile for the service of process within Florida. Naming agent upon whom process may be served in compliance with Section 48.091 Florida Statutes, the following is

STATE OF FLORIDA

SS

COUNTY OF BROWARD

I, the undersigned Notary Public in and for the State of Florida do hereby certify that on this day personally appeared before me H. Meyers, well known to me and known to be the person who executed the foregoing Articles of Incorporation of MHD Restoration Inc. and acknowledged that he executed the same for the uses and purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this

12th day of JANUARY 2004.



Karen Garson
Commission #DD258828
Expires: Oct 15, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

Karen Garson
Notary Public

Certificate designating place of business or domicile for the service of process within Florida. Naming agent upon whom process may be served in compliance with Section 48.091 Florida Statutes, the following is submitted.

First, that MHD Restoration Inc. desiring to organize or qualify under the laws of the State of Florida with its principal place of business at the city of Weston, State of Florida, has named as its agent Antonia Stratton, located at 1121 Bluewood Terrace, Weston, Florida, to accept service of process within Florida.

Signature: [Handwritten Signature] Vice President
H. Meyers
Title: Vice President

Date: 1/12/04

Having been named to accept service for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature: [Handwritten Signature]
Antonia Stratton

Date: 1/12/04

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