

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000132127 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : HUBCO
Account Number : 104662003400
Phone : (516) 935-3940
Fax Number : (516) 935-3088

FLORIDA PROFIT CORPORATION OR P.A.

MFC Capital Inc.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

MFC Capital Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

MFC Capital Inc.

40 Wall Street, 33rd Floor
New York, NY 10005

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2004 JUN 23 P 4: 16

FILED

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

11,700,000 Shares at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Reginald Gilmour
301 Clematis Street, Suite 3000
West Palm Beach, FL 33401**

Prepared By:

Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-516-935-3940

ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

Alan Buzan- 40 Wall Street, 33rd Floor, New York, NY 10005 - CEO

Craig McKeon- 40 Wall Street, 33rd Floor, New York, NY 10005 - COO

ARTICLES VI INCORPORATOR(S)

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

Alan Buzan- 40 Wall Street, 33rd Floor, New York, NY 10005

Craig McKeon- 40 Wall Street, 33rd Floor, New York, NY 10005

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

18th day of June 2004.



Alan Buzan - Signature



Craig McKeon - Signature

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

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

1. The name of the corporation is: MFC Capital Inc.

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

Reginald Gilmour

Name

301 Clematis Street, Suite 3000

(P.O. Box or Mail Drop Box NOT Acceptable)

West Palm Beach, FL 33401

(City / State / Zip)

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 the provisions of all the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.



Reginald Gilmour
SIGNATURE

June 18, 2008
(Date)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 JUN 23 P 4:16

FILED