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To:

Division of Corporations

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From:

Account Name

: CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432083053

: 110432003053 : (305)672-0686

Phone Fax Number

: (305)672-9110

FLORIDA PROFIT CORPORATION OR P.A.

MNP Holdings Inc.

Certificate of Status	1
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Page Count	04
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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

August 23, 2004

CORPORATE CREATIONS INTERNATIONAL INC.

SUBJECT: MNP INVESTMENTS INC.

REF: W04000031815

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Justin M Shivers Document Specialist New Filings Section FAX Aud. #: H04800171157 Letter Number: 104A00051428

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is: MNP Holdings Inc.

Article II. Address

The Corporation's mailing address is:
MNP Holdings Inc.
6164 Shadow Tree Lane
Lake Worth FL 33463



Article III. Registered Agent

The name and address of the Corporation's registered agent is: Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is: Franz Python

Robert Menendez Lyonel Noel

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139 (305) 672-0686 SECRITARY OF STATE OF CORPORATION OF CORPORATION

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI, Incorporator

The name and address of the incorporator is: Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on August 20, 2004.

The undersigned incorporator executed these Articles of Incorporation on August 23, 2004.

CORPORATE CREATIONS INTERNATIONAL INC. Franco E. Cammarata Vice President and Counsel by D. Stoutt as attorney-in-fact

Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139 (305) 672-0686

CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION:

MNP Holdings Inc.

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 OF AUG 23 PM 4: 06

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

CORPORATE CREATIONS NETWORK INC.

Dawn S. Stoutt, Assistant Secretary

Date: August 23, 2004

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