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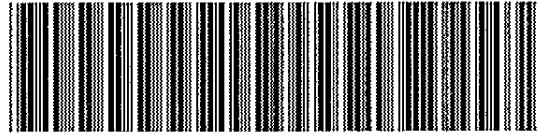
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06 JUL 25 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gj Amenu

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: MBCA HOLDINGS COMPANY

DOCUMENT NUMBER: P05000021148

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

AL ESGUERRA

(Name of Contact Person)

MBCA HOLDINGS COMPANY

(Firm/ Company)

16600 SW 84Th COURT

(Address)

MIAMI, FLORIDA 33157

(City/ State and Zip Code)

For further information concerning this matter, please call:

AL ESGUERRA

(Name of Contact Person)

at

786 286-8855
305 630-3440

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☒ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

MBCA HOLDINGS COMPANY

(Name of corporation as currently filed with the Florida Dept. of State)

P05000021148

(Document number of corporation (if known))

06 JUL 25 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

N/A

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

(SEE ATTACHED AMENDMENT TO THE ARTICLES OF INCORPORATION)

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

AMENDMENT TO ARTICLES OF INCORPORATION
OF
MBCA HOLDINGS COMPANY

The undersigned Incorporator, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is MBCA HOLDINGS COMPANY.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in trade and any activity or business permitted under the laws of the United States and of this state. The specific nature of business of MBCA HOLDINGS COMPANY is the production, manufacturing, distribution and commercialization of all kind of products, as well as all other activities related thereto, that are necessary to insure the best operation of the business of the Corporation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is three million (3,000,000) shares of common stock, each share having the par value of one dollar (\$1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - PRE-EMPTIVE RIGHTS

In the event that any authorized, but unissued stock, is to be issued, or any new class of stock shall be created, or the authorized number of shares of any class shall be increased, or any bonds notes, debentures, or other securities, convertible into stock, are to be issued, the holders of shares of the corporation, outstanding at the time such authorized but unissued stock, such new class of stock or such increase is offered for subscription of such bonds, notes, debentures, or other securities convertible into stock, before the same is offered for public subscription or sales, in proportion to the number of shares owned respectively by each of the holders of such stock.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the By-Laws, but the number of director shall never be less than one (1).

ARTICLE VII - INITIAL DIRECTORS

The names and street address of the first Board of Directors, who shall hold office until their successors are elected and have qualified, are as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Al Esguerra	16600 SW 84 Court Miami, Florida 33157	Chairman/President
Marie Esguerra	16600 SW 84 Court Miami, Florida 33157	Secretary/Treasurer

ARTICLE VIII - CONFLICT OF INTEREST

No contract between this corporation and other corporations or another individual shall be invalidated solely by reason of the fact that one or more of the officers or directors of this corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers and directors of this corporation may be the other individual or individuals contracting with this corporation.

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator of these Amendment to Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Al Esguerra	16600 SW 84 Court Miami, Florida 33157

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholder, and approved at a stockholders' meeting by a majority of the stock entitled to vote hereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI - ADDRESS OF PRINCIPAL OFFICE

The initial street address of the principal office of this corporation is to be at 16600 SW 84 Court, Miami Florida 33157. The Board of Directors may from time to time' designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE XII - SERVICE OF PROCESS

All legal service shall be made upon Al Esguerra, the Registered Agent at 16600 SW 84 Court, Miami, FL 33157.

ARTICLE XIII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each director and officer of the corporation now or hereafter serving as such, shall be indemnified and be held harmless by the corporation against any and all claims and/or liabilities to which he has or shall become subject by reason of serving or having served as such director or officer, or by reason-of any or any action alleged to have been taken, omitted, or neglected by him as such director or officer; and the corporation shall reimburse each such person for all legal expenses including legal expenses on appeal matter.

The right of indemnification hereinabove provided for shall not be exclusive of any rights to which any director or officer of the corporation may otherwise be entitled by law.

IN WITNESS THEREOF, I have hereunto set my hand, acknowledge and filed the foregoing Amendment to Articles of Incorporation under the laws of the State of Florida this 21st day of February 2005.

AL ESGUERRA

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

Before me personally appeared Al Esguerra, to me well known and know to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same of the purpose there expressed.

Witness my hand and official seal in the county and state named above this 21st day of February 2005.

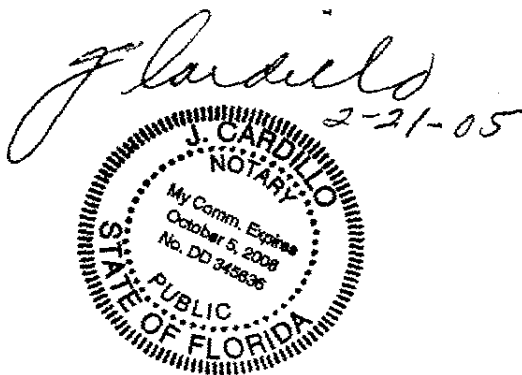
CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with said Act.

First — That MBCA HOLDINGS COMPANY desiring to organize under the laws of the state of Florida with its principal office, as indicated in the Articles of incorporation at city of Miami county of Dade, State of Florida has named AL ESGUERRA located at 16600 SW 84 Court, Miami, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above state corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



By: *Al Esguerra*
(Resident Agent)

The date of each amendment(s) adoption: FEBRUARY 21, 2005

Effective date if applicable: IMMEDIATELY
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):


"The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)"

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature


(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

AL ESGUERRA

(Typed or printed name of person signing)

CHAIRMAN & PRESIDENT

(Title of person signing)

FILING FEE: \$35