

P05000022474

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.

((H05000036237 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 : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305)634-3694  
Fax Number : (305)633-9696

FILED  
2005 FEB 11 P 12:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## FLORIDA PROFIT CORPORATION OR P.A.

**mrsv properties inc,**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

2/14/✓

⑤

H05000036237

ARTICLES OF INCORPORATION

OF

MRV PROPERTIES INC., A FLORIDA CORPORATION

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

FILED  
2005 FEB 11 P 11 53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I

The name of the corporation shall be: MRV PROPERTIES INC., A FLORIDA CORPORATION

ARTICLE II

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

13255 SW 135 AVENUE  
MIAMI FLORIDA 33187

ARTICLE III

This corporation may engage in any act or business permitted under the laws of the State of Florida.

ARTICLE IV

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock of the par value of one dollar (\$1.00) per share.

ARTICLE V

This corporation shall commence its existence immediately upon the filing of the Articles of Incorporation and shall perpetually thereafter be in existence unless sooner dissolved by and in accordance with Florida law.

Prepared by:  
GILBERT A. CONTRERAS, ESQ.  
255 Alhambra Circle, Suite 425  
Coral Gables, FL 33134  
Fla Bar No: 0008265

H05000036237

#### **ARTICLE VI**

The name and address of the initial registered agent is:

**GILBERT A. CONTRERAS  
255 ALHAMBRA CIRCLE  
SUITE 425  
CORAL GABLES FLORIDA 33134**

#### **ARTICLE VII**

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

**GILBERT A. CONTRERAS  
255 ALHAMBRA CIRCLE  
SUITE 425  
CORAL GABLES FLORIDA 33134**

#### **ARTICLE VIII**

The initial bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the bylaws or adopt new bylaws shall be vested in the Board of Directors. The bylaws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with the Florida General Corporation Act or these Articles of Incorporation.

Any contract or other transaction between the Corporation and any one or more of its directors are shareholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the corporation that acts upon, or in reference to the contract or transaction, and notwithstanding his or her participation in the action, if the fact of such interest shall be disclosed or known to the board of directors, the interested director is to be counted in determining whether a quorum is present and to be entitled to vote on such authorization or ratification.

#### **ARTICLE IX**

The private property of the shareholders shall not be subject to payment of the corporate debts to any extent.

#### **ARTICLE X**

This Corporation shall have the power to indemnify and insure its officers and directors to the fullest extent permitted by law.

The undersigned has executed these Articles of Incorporation on this 11 day of February, 2005.

  
\_\_\_\_\_  
GILBERT A. CONTRERAS

STATE OF FLORIDA

ss:

COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared GILBERT A. CONTRERAS, the party to the foregoing Articles of Incorporation, known to me to be the person who executed the same freely and voluntarily and that the facts stated therein are truly set forth.

WITNESS my hand and seal at Miami, County of Dade, State of Florida on this \_\_\_\_ day of February, 2005.

My commission expires:

\_\_\_\_\_  
Notary Public

H05000036237

**CERTIFICATE OF DESIGNATION  
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 designating the registered office/registered agent, in the State of Florida.

First that, **MRV PROPERTIES INC., A FLORIDA CORPORATION** desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, has named **GILBERT A. CONTRERAS** located at **255 ALHAMBRA CIRCLE SUITE 425 CORAL GABLES FLORIDA 33134**, as its agent to accept service of process within this State.

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 STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE \_\_\_\_\_

Registered Agent

**FILED**  
2005 FEB 11 P 12:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H05000036237