

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

FLORIDA PROFIT CORPORATION OR P.A.

MDA CAPITAL, INC.

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$87.50

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TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

MDA Capital, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

6036 Central Avenue
Suite A
St. Petersburg, FL 33707

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

The Corporation is organized for the purpose of engaging in any and all lawful businesses not specifically prohibited to corporations for profit under the laws of the State of Florida.

ARTICLE IV SHARES

The number of shares of stock is:

100,000 Shares Common Stock; \$.01 Par Value

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

Pres/Director: Marc Lawya 6036 Central Avenue, Ste. A, St. Petersburg, FL 33707
VP/CFO/Sec/Director: Robert Brody 6036 Central Avenue, Ste. A, St. Petersburg, FL 33707
VP/Director: Don Binna 6036 Central Avenue, Ste. A, St. Petersburg, FL 33707
VP/Director: Howard Becker 6036 Central Avenue, Ste. A, St. Petersburg, FL 33707

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Marc Lawya 6036 Central Avenue, Ste. A, St. Petersburg, FL 33707

ARTICLE VII INCORPORATOR

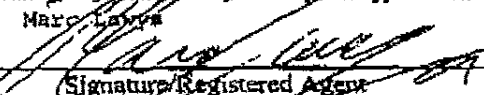
The name and address of the Incorporator is:

Robert R. Joseph, Esq.
1600 Atlanta Financial Center
3343 Peachtree Road NE
Atlanta, GA 30326

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate. I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Marc Lawya

By:


Signature/Registered Agent

Robert R. Joseph, Esq.


Signature/Incorporator

2/10/05

Date

2/10/05

Date

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