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### CAPITAL CONNECTION, INC. -

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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|                             | Art. of Amend. File            |
|                             | RA Resignation                 |
|                             | Dissolution / Withdrawal       |
|                             | Annual Report / Reinstatement  |
|                             | Cert. Copy                     |
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## ARTICLES OF INCORPORATION OF MBDD CORP.

#### ARTICLE I - NAME

The name of this corporation is MBDD CORP.



#### ARTICLE II - BEGINNING OF CORPORATE EXISTENCE

The existence of this corporation shall commence on the <u>26</u> day of April, 2005; provided that such day is allowable pursuant to Florida law for the commencement of corporate existence.

#### **ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

#### ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of stock shall be as follows:

| NUMBER OF SHARES | PAR VALUE | CLASS OF |  |
|------------------|-----------|----------|--|
| AUTHORIZED       | PER SHARE | STOCK    |  |
| 100              | \$1.00    | Common   |  |

#### **ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or the series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.



#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's principal office and of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

REGISTERED AGENT

STREET ADDRESS OF PRINCIPAL/REGISTERED OFFICE

CHARLES E. BRIER

9350 S. Dixie Highway Suite #1120 Miami, Florida 33156

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have the below-named directors. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The initial directors of this corporation shall be the Incorporators named below.

CHARLES E. BRIER - President DIANE DELELLA - Secretary

#### **ARTICLE VIII - INCORPORATORS**

The names and address of the persons signing these articles are:

| NAME             | ADDRESS  |
|------------------|--|
| CHARLES E. BRIER | 9350 S. Dixie Highway<br>Suite #1120<br>Miami, Florida 33156 |
| DIANE DELELLA    | 9350 S. Dixie Highway<br>Suite #1120<br>Miami. Florida 33156 |

#### **ARTICLE IX - INDEMNIFICATION**

The corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

#### **ARTICLE X - AMENDMENT**

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to his reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation as of this 26 day of April, 2005.

|  |          | inl & f   |  |  |
|--|----------|---|--|--|
|  |          | CHARLES E. BRIER, President                                   |  |  |
|  |          | Denne Defectory  DIANE DELELLA, Secretary                     |  |  |
|  |          | Direct December 1, 00010tally                                 |  |  |
| STATE OF FLORIDA   | )        |   |  |  |
| COUNTY OF MIAMI-DADE   | )SS<br>) | <del></del>   |  |  |
| The foregoing Articles of Incorporation were executed and acknowledged before me this 26 day of April, 2005, by CHARLES E. BRIER, as Incorporator. |          |   |  |  |
|  |          | NOTARY PUBLIC, State of Florida                               |  |  |
| My commission expires:   |          | NOTART PUBLIC, State of Florida                               |  |  |
| ·  |          | CINDY J. MAXWELL MY COMMISSION # DD 233840                    |  |  |
| STATE OF FLORIDA   | )        | EXPIRES: July 31, 2007 Bonded Thru Notary Public Underwriters |  |  |
| COUNTY OF MIAMI-DADE   | )SS<br>) |   |  |  |
|  |          |   |  |  |

The foregoing Articles of Incorporation were executed and acknowledged before me this 26 day of April, 2005, by DIANE DELELLA, as Incorporator.

NOTARY PUBLIC, State of Florida

My commission expires:



#### **CERTIFICATE OF REGISTERED AGENT**

Having been named to accept service of process for MBDD CORP., a Florida corporation, at the place designated in the Articles of Incorporation of said corporation, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

**DATED** this <u>26</u> day of <u>APB/L</u>, 2005.

CHARLES E. BRIER

Prepared by:
Sapurstein & Bloch, P.A.
Bertram A. Sapurstein, Esquire
9700 S. Dixie Highway
Suite #1000
Miami, Florida 33156

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