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PHONE: (800) 435-9371; FAX: (866) 860-8395

DATE: 07-25-06

NAME: MBP FAMILY HOLDINGS, INC

TYPE OF FILING: CERTIFICATE OF DOMESTICATION

COST: CK FOR \$128.75 ATTACHED

RETURN: ~~CERTIFIED COPY~~

Good Standing

ACCOUNT: ~~FCA0000000015~~

AUTHORIZATION: ~~ABBIE/PAUL HODGE~~

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*File 1st
Domestication*

CERTIFICATE OF DOMESTICATION

The undersigned, Michael Patipa, President,
(Name) (Title)

of MBP Family Holdings, Inc. a foreign corporation,
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was June 12, 2003.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Delaware.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was MBP Family Holdings, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is MBP Family Holdings, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Delaware.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of MBP Family Holdings, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 20th day of April, 2006.


(Authorized Signature)

Filing Fee:	
Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
MBP Family Holdings, Inc.

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Article II. Address

The Corporation's mailing address is:
MBP Family Holdings, Inc.
2501 N. Flagler Drive
West Palm Beach FL 33407

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Michael Patipa
2501 N. Flagler Drive
West Palm Beach FL 33407

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Michael Patipa
Bonnie Patipa

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.

Jennifer E. Zakin, Esq. | FL Bar Member 0150894
Proskauer Rose LLP
2255 Glades Road, Suite 340W
Boca Raton FL 33431
(561) 241-7400

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:

Jennifer E. Zakin, Esq.
2255 Glades Road, Suite 340W
Boca Raton FL 33431

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on .

The undersigned incorporator executed these Articles of Incorporation
on .



JENNIFER E. ZAKIN, ESQ.

Jennifer E. Zakin, Esq. | FL Bar Member 0150894
Proskauer Rose LLP
2255 Glades Road, Suite 340W
Boca Raton FL 33431
(561) 241-7400

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

MBP Family Holdings, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT/OFFICE:

**Michael Patipa
2501 N. Flagler Drive
West Palm Beach FL 33407**

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.



MICHAEL PATIPA

Date: 4/20/2006.

Jennifer E. Zakin, Esq. | FL Bar Member 0150894
Proskauer Rose LLP
2255 Glades Road, Suite 340W
Boca Raton FL 33431
(561) 241-7400