

# P13000102325

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To: **Attention: Joey**  
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From: **Ana M. Sanz**  
 Account Name : AVILA RODRIGUEZ HERNANDEZ MENA & FERRI LLP  
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FLORIDA PROFIT/NON PROFIT CORPORATION

*MDiB Holdings Corp.*

Certificate of Status	0
Certified Copy	1
Page Count	04
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*W13-70530*



December 31, 2013

FLORIDA DEPARTMENT OF STATE

Division of Corporations

AVILA RODRIGUEZ HERNANDEZ MENA & FERRI LLP

SUBJECT: M&DR HOLDINGS CORP  
REF: W13000070530

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

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Thomas Chang  
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**ARTICLES OF INCORPORATION**  
**OF**  
**MDiR HOLDINGS CORP.**

The undersigned, acting as incorporator of **MDiR Holdings Corp.**, pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation is:

**MDiR Holdings Corp.**

**ARTICLE II. ADDRESS**

The principal place of business of the corporation shall be:

5959 Collins Avenue  
Suite 1107  
Miami Beach, FL 33140

The mailing address of the corporation shall be:

5959 Collins Avenue  
Suite 1107  
Miami Beach, FL 33140

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

The corporation is organized for the purposes of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$0.01 per share.

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**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The name and the Florida street address of the registered agent are:

Interamerican Corporate Services LLC  
2525 Ponce de Leon Blvd., Suite 1225  
Coral Gables, Florida 33134

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**ARTICLE VII. INCORPORATOR**

The name and street address of the incorporator is:

Marco Ferri, Esq.  
2525 Ponce De Leon Blvd., Suite 1225  
Coral Gables, FL 33134

The incorporator of the corporation assigns to this corporation her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the Board of Directors any rights she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

**ARTICLE VIII. BYLAWS**

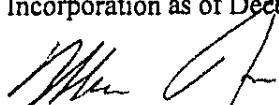
The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

**ARTICLE IX. DIRECTORS**

The name and address of the initial Director is:

Alvaro Muñoz  
5959 Collins Avenue, Suite 1107  
Miami Beach, FL 33140

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation as of December 26, 2013.



\_\_\_\_\_  
Marco Ferri, Incorporator

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

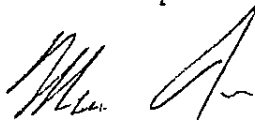
That MD1R Holdings Corp. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 2525 Ponce de Leon Blvd., Suite 1225, Coral Gables, State of Florida, has named Interamerican Corporate Services LLC, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and that it is familiar with, and accepts, the obligations of that position.

Signed and dated this December 26, 2013.

Interamerican Corporate Services LLC

By:   
Marco Ferri, Manager

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