95000018510

FILINGS, INC. TERESA ROMAN	Section 1
(Requestor's Name) 2805 LITTLE DEAL ROAD	500001423575 -03/07/9501087021
(Address) TALLAHASSEE, FLORIDA 32308 (904) 385-6735	•••••122,50 •••••122.50 OFFICE USE ONLY
(City, State, Zip) (Phone #)	

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2. (Corporation 3.	n Name)	(Document #)	
(Corporation	n Name)	(Document #)	
	k up time	(Document #) Certified Copy Certificate of Status	
NEW FILINGS	AMENDMENTS		
Profit	Amendment		
NonProfit	Resignation of R.A., Officer/D	Director	
Limited Liability	Change of Registered Agent		
Domestication	Dissolution/Withdrawal		
Other	Merger		

OTHER FILINGS	REGISTRATI QUALIFICATI	
Annual Report		
Fictitious Name	Foreign	
	Limited Partner	
Name Reservation	Reinstatement	
	Trademark	

REGISTRATION/ QUALIFICATION
 Foreign
kimited Partnership
Reinstatement
Trademark
Other

Examiner's Initials

CR2E031(10/92)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

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ARTICLE 1 - NAME

The name of this corporation is MC Real Properties, Inc.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be: P.O. Box 451947 Sunrise, Florida 33345

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3732 N.W. 16th Street, Fort Lauderdale, Florida 33311 and the name of the initial registered agent of this corporation at that address is Filings, Inc., a Florida corporation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director to hold office until the first annual meeting of stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director is:

Michele McLeod 10330 N.W. 55th Street, Sunrise, Florida 33351

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Filings, Inc., a Florida Corporation 3732 N.W. 16th Street Fort Lauderdale, Florida 33311

ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: March 7, 1995

Filings, Inc. by Teresa Roman, Vice-President

Incorporator

Certificate designating place of business or domicle for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that MC Real Properties, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Filings, Inc., a Florida corporation, located at 3732 N.W. 16th Street, Fort Lauderdale, Florida, as its agent to accept service of process within Florida.

Dated: March 7, 1995

Teresa Roman, Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: March 7, 1995

Filings, Inc. by Teresa Roman, Vice-President

Jerosa Roman

M.C. Real Properties, Inc.

10440 N.W. 50th Street • Sunrise, FL 33351 (954) 746-5731 • Fax (954) 746-4737

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October 24, 1996

Steve Harris Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399 400001989554--5 -10/29/96--01153--015 *****35.00 *****35.00

Re:

Amendment: to Articles of Incorporation

Dear Mr. Harris:

Thank you for your assistance concerning the amendment made for Associated Powder Coating Systems, Inc. In this regard, we have enclosed an amendment to be made for M.C Real Properties, Inc., similar to the transaction you processed before. We appreciate all of your help in this matter.

If you have any questions, please do not hesitate to contact me accordingly. Thank you for your cooperation and courtesies in this regard.

Sincerely,

michel M. McGeol

MICHELE M. McLEOD

Enclosure

CHETARY OF S MHASSEE, FL

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96 OCT 25 PH 2: 50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

M.C. Real Properties, Inc.

10440 N.W. 50th Street • Sunrise, FL 33351 (954) 746-5731 • Fax (954) 746-4737

ARTICLES OF AMENDMENT

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ARTICLES OF INCORPORATION

<u>or</u>

M.C. REAL PROPERTIES, INC.

FILED 96 OCT 25 PH 2: 50 SECRETARY OF STATE TALLAHASSEE, FLORDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment to Article VI of Articles of Incorporation.
Board of Directors of M.C. Real Properties, Inc. hereby
accepts the resignation of Michele M. McLeod from her
capacity as Director and President of said corporation,
effective October 1, 1996. Board of Directors of M.C.
Real Properties, Inc. hereby adopts the installation of
Roderick J. McLeod as Director and President of said
corporation, effective October 1, 1996.

SECOND: Ninety shares of common stock have been cancelled as of the date of resignation herein.

THIRD: The date of each amendment's adoption: October 1, 1996.

FOURTH: The amendments were approved by the shareholder. The number of votes for the amendment was sufficient for approval.

BY: Michele M. McLeod, President

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