

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-03/23/95--01058--016
****122.50 ****122.50

SUBJECT: MLC NETWORKS, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00 ☐ \$78.75 ☒ \$122.50 ☒ \$131.25^{no.}

FROM: LUIS E. CERRA
Name (printed or typed)
6027 S.W. 30 St.
Address
MIAMI FL. 33155
City, State & Zip
(305) 662-9458
Daytime Telephone number

FILED
95 MAR 23 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
MLC NETWORKS, INC.

95 MAR 23 PM 12:34
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the Laws of the State of Florida, under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit, generally, and hereby make, subscribe, acknowledge and file these Articles for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE I
Name of the Corporation

The name of this Corporation shall be
MLC NETWORKS, INC.

ARTICLE II
Nature of Business

The general nature of the business to be transacted by this Corporation shall be:

Any activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III
Capital Stock

The maximum number of shares of capital stock authorized to be issued by this Corporation shall be 500 shares, each having a par value \$1.00. Of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the incorporator, or by the Board of Directors, at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be non-assessable.

ARTICLE IV
Initial Capital

The amount of capital with which this Corporation shall begin business shall be Five Hundred Dollars (\$500.00).

ARTICLE V
Term of Existence

This Corporation shall be of perpetual existence.

ARTICLE VI
Principal Office

The following shall be the street address and the principal office of this Corporation, but the Corporation shall have the power to move the principal office to any other address in the State of Florida, and to establish branch offices and other places of business at such other places within or without the State of Florida that may be deemed expedient:

6027 Southwest 30th Street, Miami, Fl. 33155

ARTICLE VII
Directors

There shall be a Board of Directors for this Corporation which shall consist of Two (2) persons. The number of Directors may be increased or diminished from time to time as determined by the By-Laws, but shall never be less than Two (2). Each of said Directors shall be of full age and at least one of them shall be a citizen of the United States. Any Director may be removed at any annual or special meeting of stockholders called in accordance with the By-Laws of the Corporation, by the same vote as that required to elect a Director.

ARTICLE VIII
Initial Board of Directors

The names and addresses of the initial Board of Directors is as follows:

<u>Names</u>	<u>Address</u>	<u>Office</u>
Luis Cerra	6526 S.W. 33rd St. Miami, Fl. 33155	President
Mark Lucia	6027 S.W. 30th St. Miami, Fl. 33155	Vice President

The members of the first Board of Directors, unless otherwise provided by the By-Laws, shall hold office for the first year of the existence of the Corporation or until their successors are elected or appointed and have qualified.

ARTICLE IX
Subscribers

The names of each subscriber to these Articles of Incorporation and the number of shares of stock each agrees to purchase are:


<u>Names</u>	<u>No. of Shares</u>
Luis Cerra	250
Mark Lucia	250

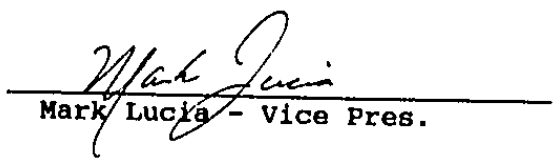
The private property of the stockholders shall not be subject to the payment of the Corporation's debt to any extent whatsoever.

ARTICLE X
Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Florida, and all rights conferred upon the stockholders herein are subject to this reservation.

In witness hereof, WE, the undersigned, have executed these Articles of Incorporation for the uses and purposes stated therein this 17th day of March, 1995.


Luis Cerra - President


Mark Lucia - Vice Pres.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: MLC NETWORKS, INC.

2. The name and address of the registered agent and office is:

MARK LUCIA
(Name)
6027 SW. 30 st.
(P.O. Box not acceptable)
Miami, FL. 33155
(City/State/Zip)

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95 MAR 23 11:12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Mark Lucia
(Signature)

3/17/95