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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

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401 OCEAN DR

STATE OF FLORIDA

SUITE 312

409 EAST GADSDEN STREET

MIAMI BEACH FL 33139-0000

TALLAHASSEE, FL 32399

CONTACT: JOSEPH C RODRIGUEZ

FAX: (904) 922-4000

PHONE: (305) 672-0686

FAX: (305) 672-9110

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MGR RESOURCES, INC.

FAX AUDIT NUMBER: H95000005920

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/25/1995

TIME REQUESTED: 16:32:22

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TALLAHASSEE, FLORIDA

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MAY 26 PM 5:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation of MDR Resources, Inc.

Article I. Name

The name of this Florida corporation is:

MDR Resources, Inc.

EFFECTIVE DATE
5-25-95

Article II. Address

The mailing address of the Corporation is:

MDR Resources, Inc.
600 West Hillsboro Blvd., Suite 300
Deerfield Beach FL 33441

Article III. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises, Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens FL 33418

Article V. Board of Directors

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.

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Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0888

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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 law. The name of each initial member of the Corporation's Board of Directors is:

Ralph Droz

Article VI. Incorporator

The name and address of the incorporator is:

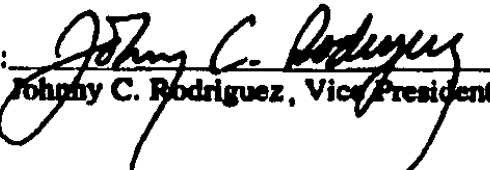
Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of May 25, 1995

The authorized representative of the incorporator executed these Articles of Incorporation on May 25, 1995

Corporate Creations International Inc.

By: 
Johnny C. Rodriguez, Vice President

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

CORPORATION:
MDR Resources, Inc.

REGISTERED AGENT:
Corporate Creations Enterprises, Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens FL 33418

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TALLAHASSEE, FLORIDA

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.

Corporate Creations Enterprises, Inc.

By: Johnny C. Rodriguez
Johnny C. Rodriguez, Vice President

Date: May 25, 1995

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