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Mauricio J. Cofren & 19225 N.W. 82 Circle Cr. Miami, Fl 33015

August 19, 1996

DIVISION OF CORPORATION P.O. Box 6327 Tallahassee, Fl. 32314

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Dear Sir/Madam:

Enclosed please find the Certificate of Incorporation for Discor Corporation and a check in the amount of \$122.50 that covers filing fees, certified copy and registered agent designation.

Truly yours,

Mauricio J. Correa

# CERTIFICATE OF INCORPORATION

OF

## DISCOR CORPORATION

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We, the undersigned, do hereby associate ourselves together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions;

## ARTICLE ONE

The name of the corporation shall be:

# DISCOR CORPORATION

## ARTICLE TWO

The corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

#### ARTICLE\_THREE

The maximum number of shares of stock which the corporation shall have outstanding at any time, shall be 500 Shares of stock which shall be common stock of a par value of 1.00 Dollar per share. All of any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

#### ARTICLE FOUR

This corporation shall begin business with a minimum capital of the amount of 100.00 Dollars.

#### ARTICLE FIVE

This corporation shall have perpetual existence.

#### ARTICLE SIX

The principal office of the corporation shall be located at

19225 N.W. 82 Circle Court Miami, Fl 33015

Other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

# ARTICLE SEVEN

The business of the corporation shall be managed by a Board of Directors, who need not be stockholders of the corporation. The number of Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

# ARTICLE\_EIGHT

The names and addresses of the members of the First Board of Directors and the officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS

Name

Address

Mauricio J Correa

19225 N.W. 82nd Circle Ct. Miami, Fl. 33015

Name

# **OFFICERS** Address

Title.

Mauricio J. Correa

19225 N.W. 82 Circle Ct. President Miami, Fl 33015

# ARTICLE NINE

The names and addresses of each of the subscribers to this certificate of Incorporation and the number of shares of stock which each subscriber agrees to take, are as follows:

<u>Name</u> Address Shares

Mauricio J. Correa

19225 N.W. 82 Circle Ct. Miami, Fl. 33015

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ARTICLE TEN

# This corporation shall have full power to carry on and transact each or all of the businesses enumerated in Article Two of the Certificate, and shall have all the general and additional

powers now and hereafter conferred upon it by law.

## ARTICLE ELEVEN

This corporation shall have the power to issue the whole or any part, determined by the Board of Directors, of the shares of the capital stock as partly paid, subject to calls thereon until the whole thereof shall have been paid.

#### ARTICLE\_TWELVE

Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by law or in this certificate otherwise provided: any action of such Board of Directors may be rescinded, or any officer of director removed from office, only upon a vote of stockholders holding a majority of the stock of the corporation which may at such time be actually issued unless otherwise provided by the by-laws of the Board of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law whether said stock be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

#### ARTICLE THIRTEEN

The corporation does hereby designate the following address as its registered office:

19225 N.W. 82 Circle Ct. Miami, Fl. 33015

The corporation does hereby designate Mauricio J.Correa of Discor Corporation as its Registered Agent.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 19 day of august, 1996.

Mauricio J Correa

SEAL)

STATE OF FLORIDA )

) SS:

COUNTY OF DADE )

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Mauricio J. Correa, known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed these articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 19 day of llegent, 1996.

NOTARY PUBLIC state of Florida at Large

My Commission expires:



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

In pursance of chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

# Discor Corporation

desiring to organize under the Laws of the State of Florida with its principal place of business in the City of Miramar, County of Dade, State of Florida, has named Mauricio J. Correa located at 19:25 N.W. 82 Circle Ct. Miami, Fl 33015 as its agent to accept service of process within the State of Florida.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named 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. Dated this 19 day of August ,1996.

Resident and Registered Agent

Mauricio J. Correa

# 6000070686 M CORUCA. 19225 NIU BZ CICET. MINNELL FG SSOIE. Phone # City/State/Zip Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Certified Copy Pick up time Walk in Photocopy Certificate of Status Mail out **₩** Will wait AMENDMENTS NEW FILINGS 600002041526--5 -12/30/96--01084--011 \*\*\*\*\*35.00 \*\*\*\*\*35.00 Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ OTHER FILINGS **QUALIFICATION** Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials

CR2E031(1/95)

# ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

 DINCON CORPOR	

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

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Amendment to ARTICLE OFF

The same of the corporation shall be:

MC AMERICA CORP.



SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD	T	he date of each amendment's adoption. December 27, 1996	<del></del> ·	
FOURT	H:	Adoption of Amendment(s) (CHECK UNE)		
	•	The amendment(s) was/were approved by the shareholders. The number of for the amendment(s) was/were sufficient for approval.	f votes cast	
		The amendment(s) was/were approved by the shareholders through voting The following statement must be separately provided for each voting group separately on the amendment(s):	groups. pendified to vote	•
		"The number of votes cast for the amendment(s) was/were sufficie for approval by	mi	
		The amendment(s) was/were adopted by the board of directors without libe action and shareholder action was not required.	reholder	
		The emendment(s) was/were adopted by the incorporators without shareholder action was not required.	ider action and	
	Si	gned this 27 day of December , 19 96	SE DEC	· .
Signatus	re _	Macun Comer	30	
		(By the Chairman or Vice Chairman of the Sourd of Directors, President or other officer if the sharshelders)	25 35 35	
		OR	물레 스	
		(By a director if adopted by the directors)		
		OR		
		(By an incorporator if adopted by the incorporators)		
		Mauricio J. Correa		
		Typed or printed same		
		President		
		Title		