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96 AUG 23 PM 1:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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-08/23/96--01037--002  
\*\*\*122.50 \*\*\*122.50

Attention: Bureau of Corporation Records  
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To whom it may concern:

RE: MDR Industries, Inc.

Enclosed is original and copy of Articles of Incorporation for the above proposed corporation, together with Designation of Registered Agent.

Also enclosed is a check payable to your order in the amount of \$122.50, representing payment of the \$35.00 filing fee, \$52.50 for the Certificate of Incorporation, \$35.00 for Designation of Registered Agent.

If for any reason the above name is not available, please contact the registered agent at (305) 944-5335 to enable him to furnish you with alternative names.

Very truly yours,

  
BERNARD GHELBENDORF

nc AUG 26 1996

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF  
MDR INDUSTRIES, INC.

ARTICLE 1 - CORPORATE NAME

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The name of the corporation is: MDR Industries, Inc.

ARTICLE 2 - NATURE OF CORPORATE BUSINESS

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

ARTICLE 3 - CAPITAL STOCK

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The corporation is authorized to issue and have outstanding at any one time an aggregate number of One Thousand (1,000) shares of one class of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE 4 - PREEMPTIVE RIGHTS

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All shareholders of the corporation shall be vested with full preemptive rights.

ARTICLE 5 -

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

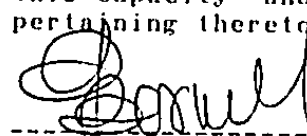
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The corporation's initial Registered Agent and Registered Office in the State of Florida are:

Bernard Ghelbendorf  
14861 NE 20th Avenue  
North Miami, Florida 33181

The principal address and registered office address, as listed above, are the same.

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

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Having been named Initial Registered Agent to accept service of process on the corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.



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Bernard Ghelbendorf  
Registered Agent

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STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is two. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of the initial directors are:

Bernard Ghelbendorf  
14861 NE 20th Avenue  
North Miami, FL. 33181

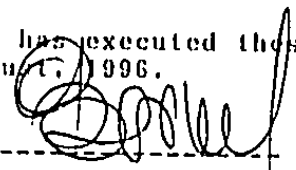
Jeana Ghelbendorf  
14861 NE 20th Avenue  
North Miami, FL. 33181

ARTICLE VII - INCORPORATION

The name and address of the person signing these articles is:

Bernard Ghelbendorf  
14861 NE 20th Avenue  
North Miami, FL. 33181

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

  
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Subscriber

State of Florida)  
County of Broward)

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Bernard Ghelbendorf, 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 those articles of incorporation.

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

My commission expires:

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"OFFICIAL NOTARY SEAL"  
FERDE PELTZ  
Notary Public, State of Florida  
Commission No. CC260917  
My Commission Expires 2/28/97  
Bonded Through Fla. Notary Service & Bonding Co.  
F.M.N. NOTARY  
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Notary Public State of Florida  
at Large