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TRANSMITTAL LETTER

FILED

96 AUG 26 PM 2:34

MISSISSIPPI
TALLAHASSEE FLORIDA

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

SUBJECT: MUNICIPAL DEVELOPMENT CORP.
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of Incorporation for the above corporation and check in the amount of \$ 122.50.

FROM:

Gorhardt A. Schreiber
Name

890 S. Dixie Highway
Address

Coral Gables, Florida 33146
City, State, & Zip

(305) 662-2629
Telephone Number

100001933191
-08/27/96--D1122--005
****122.50 ****122.50

Note: Additional copy of articles is needed only when certified copy is requested.

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828-96

ARTICLES OF INCORPORATION

OF

MUNICIPAL DEVELOPMENT CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

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TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: MUNICIPAL DEVELOPMENT CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

890 S. Dixie Highway
Coral Gables, Florida 33146

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Five (500) shares of common stock at \$1.00 par value each.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Gerhardt A. Schreiber
890 S. Dixie Highway
Coral Gables, Florida 33146

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Gerhardt A. Schreiber
890 S. Dixie Highway
Coral Gables, Florida 33146

The undersigned has(have) executed these Articles of Incorporation this

20th day of August, 19 96.

GA. Schreiber
Signature/Title

Signature/Title

Signature/Title

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

Pursuant to the provisions of section 607.0501, 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: MUNICIPAL DEVELOPMENT CORP.

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

Gerhardt A. Schreiber

(NAME)

890 S. Dixie Highway

(P.O. BOX **NOT** ACCEPTABLE)

Coral Gables, Florida 33146

(CITY/STATE/ZIP)

SIGNATURE

Ba Schreiber
(corporate officer)

TITLE

DATE

August 20, 1996

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.

SIGNATURE

Ba Schreiber

DATE

August 20, 1996

REGISTERED AGENT FILING FEE: \$35.00