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FLORIDA DIVISION OF CORPORATIONS
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((H96000013219 6))

DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

MCKENZIE CORPORATION

AUDIT NUMBER.....H96000013219

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W96-1990

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96 SEP 25 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

September 20, 1996

EMPIRE CORPORATE KIT COMPANY

TALLAHASSEE, FL

SUBJECT: MCKENZIE CORPORATION
REF: W96000019907

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6678.

Terri Buckley
Corporate Specialist

FAX Aud. #: W96000019219
Letter Number: 896A00043573

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ARTICLES OF INCORPORATION
OF

McKenzie Properties, Inc.

FILED
96 SEP 25 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is:

McKenzie Properties, Inc.

ARTICLE II - NATURE OF BUSINESS

The general character or nature of the business to be transacted by this corporation is:

To engage in any and all lawful business.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 10,000 shares of common stock, each share having the par value of one dollar (\$1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence.

Manuel A. Cuadrado
Fla. Bar No. 167849
HINSHAW & CULBERTSON
200 South Biscayne Boulevard
Suite 800
Miami, Florida 33131
Tel: (305) 358-7747

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ARTICLE V - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation shall be 200 South Biscayne Boulevard, Suite 800, Miami, Florida 33131.

ARTICLE VI - REGISTERED OFFICE AND REGISTERED AGENT

The registered office and resident agent's office of the corporation shall be located at 200 South Biscayne Boulevard, Suite 800, Miami, Florida 33131.

The name of the registered agent at such address is:

Manuel A. Cuadrado

ARTICLE VII - INITIAL DIRECTORS

The names and street address of the initial directors who shall hold office until their successors are elected and have qualified, are as follows:

**Manuel A. Cuadrado
200 South Biscayne Boulevard
Suite 800
Miami, Florida 33131**

The number of directors may be either increased or diminished by the By-Laws but shall never be less than one.

ARTICLE VIII - OFFICERS

The names of the officers who are to conduct the business of the corporation until those elected at the first election, are as follows:

PRESIDENT	:	Manuel A. Cuadrado
SECRETARY	:	Manuel A. Cuadrado
TREASURER	:	Manuel A. Cuadrado

**Manuel A. Cuadrado
Fla. Bar No. 167849
HINSHAW & CULBERTSON
200 South Biscayne Boulevard
Suite 800
Miami, Florida 33131
Tel: (305) 358-7747**

H96000013219

ARTICLE IX - SUBSCRIBERS

The name and street address of the subscriber of these Articles of Incorporation is as follows:

Manuel A. Cuadrado : 200 South Biscayne Boulevard
Suite 800
Miami, Florida 33131

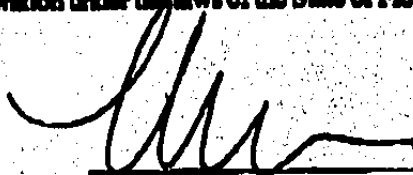
ARTICLE X - EFFECTIVE DATE

These Articles of Incorporation shall be effective on the date of the filing of these Articles of Incorporation with the office of the Secretary of State of the State of Florida.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 19th day of September, 1996.



MANUEL A. CUADRADO

(Seal)

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, personally appeared Manuel A. Cuadrado, who is personally known to me

Manuel A. Cuadrado
Fla. Bar No. 167849
HINSHAW & CULBERTSON
200 South Biscayne Boulevard
Suite 800
Miami, Florida 33131
Tel: (305) 358-7747

P. 05/96

EMPIRE CORPORATE KIT

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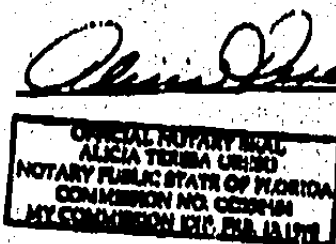
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and who did not take an oath, and he acknowledged before me that he executed the same for the purposes therein expressed.

NOTARY PUBLIC



ACCEPTANCE OF REGISTERED AGENT

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SEP 25 PM 3:24
CLERK OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for:

McKenzie Properties, Inc.

at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open such office.

Date: September 19th, 1996.

Dy: 

MANUEL A. CUADRADO

Manuel A. Cuadrado
Fla. Bar No. 167849
HINSHAW & CULBERTSON
200 South Biscayne Boulevard
Suite 800
Miami, Florida 33131
Tel: (305) 358-7747

P.05/96

EXP. DATE 11/14

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EMPIRE CORPORATE KIT

PAGE 04

8

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((H96000014035 5))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: MCKENZIE PROPERTIES, INC.
AUDIT NUMBER.....H96000014035
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....1

PAGES..... 5
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EST.CHARGE.. \$87.50

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Cargone ✓
Linda

FILED
96 OCT -8 PM 4:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 7, 1996

**MCKENZIE PROPERTIES, INC.
200 SOUTH BISCAYNE BLVD. STE 800
MIAMI, FL 33131**

**SUBJECT: MCKENZIE PROPERTIES, INC.
REF: P96000079703**

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The current name of the entity is as referenced above. Please correct your document accordingly.

Please entitle your document Articles of Amendment.

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

**Linda Stitt
Corporate Specialist**

**FAX Aud. #: H96000013964
Letter Number: 696A00045573**



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

October 8, 1996

MCKENZIE PROPERTIES, INC.
200 SOUTH BISCAYNE BLVD. STE 800
MIAMI, FL 33131

SUBJECT: MCKENZIE PROPERTIES, INC.
REF: P96000079703

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6901.

Susan Payne
Senior Corporate Section Administrator
FAX Aud. #: E96000014035
Letter Number: 196A00045839

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P. 83/84
H96000014032
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96 OCT -8 PM 4:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

MacKenzie Properties, Inc.

**McKenzie Properties, Inc.
(present name)**

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:

ARTICLE I - Name

The name of the corporation is amended to be:

MacKenzie Properties, Inc.

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:

Not applicable.

THIRD: The date of amendment's adoption: October 5, 1996

FOURTH: Adoption of Amendment (CHECK ONE)

- ☐ The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
voting group

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

Manuel A. Cuadrado
Fla. Bar No. 167849
KINSHAW & CULBERTSON
200 South Biscayne Boulevard
Suite 800
Miami, Florida 33131
Tel: (305) 358-7747

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