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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

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

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: MCA DESIGN, INC.

AUDIT NUMBER.....H97000002923

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

CERT. OF STATUS..0

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2/21/97

FEB-20-1997 17:05

EMPIRE CORPORATE KIT

P.06/89



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 20, 1997

EMPIRE

SUBJECT: MCA DESIGN, INC.
REF: W97000004139

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Neysa Culligan
Document Specialist

FAX Aud. #: H97000002923
Letter Number: 597A00009099

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ARTICLES OF INCORPORATION

97 FEB 21 AM 11:05

OF

MCA DESIGN, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: MCA DESIGN, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall perpetual existence.

ARTICLE III

The corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the State Of Florida.

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The principal place of business of the Corporation shall be 209 N. ATLANTIC BLVD. #16H, FT. LAUDERDALE, FLORIDA 33304

SHARON L. THIBAUT, C.F.A.
5740 HOLLYWOOD BOULEVARD
SUITE 202
HOLLYWOOD, FLORIDA 33021
PHONE: (954) 967-8200

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ARTICLE VI
PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-Emptive Rights.

ARTICLE VII

The initial Board of Directors shall consist of a total of three persons and the name and addresses of these persons who are to serve as initial directors is:

MAURO AMATO
209 N. ATLANTIC BLVD. #16E
FT. LAUDERDALE, FL. 33304

CARLOS SACCHETT
209 N. ATLANTIC BLVD. #16H
FT. LAUDERDALE, FL. 33304

ANGELICA MARTINS
209 N. ATLANTIC BLVD. #16H
FT. LAUDERDALE, FL. 33304

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

CARLOS SACCHETT
209 N. ATLANTIC BLVD. #16H
FT. LAUDERDALE, FL. 33304

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 12th day of February, 1997.

Carlos Sacchett
Incorporator

STATE OF FLORIDA:

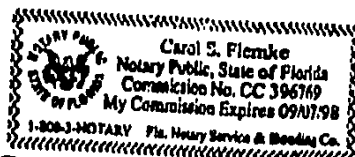
COUNTY OF BROWARD:

On this 12th day of February 1997, before me, an Officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Carlos Sacchett, known to me the person whose name is subscribed, to the within instrument, and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand official seal,

Carol S. Flemke
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission expires:



H97000002923

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM SERVICE MAY BE SERVED

IN pursuance of Chapter 607.34 Florida Statutes, the
following is submitted, in compliance with said Act;

First-That MCA DESIGN, INC. desiring to organize under the laws of
the State of FLORIDA with its principal office, as indicated in
the articles of incorporation at the city of FT. LAUDERDALE County
of BROWARD State of FLORIDA, has named MAURO AMATO located at
209 N. ATLANTIC BLVD. #16E, FT. LAUDERDALE, FLORIDA 33304 as its
agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the
above-stated corporation, at the place designated in this
certificate. I hereby accept to act in this capacity, and
agree to comply with the provisions of said act relative to
keeping open said office.

By *Mauro Amato*

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TALLAHASSEE, FLORIDA

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