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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 110432003053
CONTACT: JO[redacted] Greg
PHONE: (305)672-0686 FAX #: (305)672-9110

NAME: M.D. ENTERPRISES, INC.
AUDIT NUMBER......H97000021501
DOC TYPE..........FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES....... 4
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ARTICLES OF INCORPORATION

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1-2-98

Article I. Name

The name of this Florida corporation is:
M.D. Enterprises, Inc.

Article II. Address

The mailing address of the Corporation is:
M.D. Enterprises, Inc.
240 Pilgrim Road
West Palm Beach FL 33405

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Matthew Dull
240 Pilgrim Road
West Palm Beach FL 33405

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Matthew Dull

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value $.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:
Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on January 2, 1998.

The undersigned incorporator executed these Articles of Incorporation on January 5, 1998.

CORPORATE CREATIONS INTERNATIONAL INC.
Greg K. Kuroda Vice President

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

H97000021501

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE

<u>CORPORATION:</u>
M.D. Enterprises, Inc.

<u>REGISTERED AGENT/OFFICE:</u>
Matthew Dull
240 Pilgrim Road
West Palm Beach FL 33405

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

MATTHEW DULL

Date: 12/31/97

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