

LAW OFFICE
OF
BRIAN D. SMITH
ATTORNEY AT LAW

BRIAN D. SMITH
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798000063885

JULY 14, 1998

ATTN: SECRETARY OF STATE
DIVISION/CORPORATIONS
FILING DEPARTMENT
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

800002592178--C
-07/17/98--01082--008
****122.50 ****122.50


RE: ARTICLES OF INCORPORATION; **M.P.D.S.**

DEAR SIR OR MADAM:

ENCLOSED PLEASE FIND ORIGINAL AND COPY OF THE ARTICLES OF INCORPORATION FOR THE ABOVE REFERENCED CORPORATION. ALSO, ENCLOSED IS A CHECK IN THE AMOUNT OF \$122.50.

AT YOUR EARLIEST CONVENIENCE PLEASE RETURN A COPY OF THIS DOCUMENT. I HAVE ENCLOSED A STAMPED, AND ADDRESSED ENVELOPE. THANK YOU.

SINCERELY,


BRIAN D. SMITH, ESQ.
ENC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 17 AM 10:19

ARTICLES OF INCORPORATION
OF
M.P.D.S. CORP.

FILED
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DIVISION OF CORPORATIONS
98 JUL 17 AM 10:19

ARTICLE I
NAME OF CORPORATION

The name of this corporation shall be M.P.D.S. Corp.

ARTICLE II
PRINCIPLE PLACE OF BUSINESS

The principle place of business of the corporation will be 81 N. Hibiscus Drive,
Miami Beach, Florida 33122.

ARTICLE III
TERM OF EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law,
commencing on the date and time of filing of the Articles of Incorporation by the Department
of State stated herein below.

ARTICLE IV
PURPOSE AND POWERS

This corporation is organized for the any and all lawful purposes.

ARTICLE V
CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock having a par
value of \$1.00 per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent will be 81 N. Hibiscus Drive, Miami Beach, Florida. The initial registered agent shall be Ms. Leonides Veitia.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have five Board of Directors. The names and addresses of the initial directors are:

Jorge Veitia
81 N. Hibiscus Drive
Miami Beach, Florida 33139

Jorge E. Veitia
81 N. Hibiscus Drive
Miami Beach, Florida 33139

Laura Veitia
81 N. Hibiscus Drive
Miami Beach, Florida 33139

Daniel Veitia
81 N. Hibiscus Drive
Miami Beach, Florida 33139

Leonides Veitia
81 N. Hibiscus Drive
Miami Beach, Florida 33139

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Jorge Veitia, President
81 N. Hibiscus Drive
Miami Beach, Florida 33139

ARTICLE IX

INDEMNIFICATION

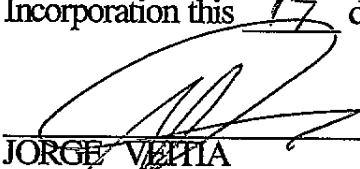
The Corporation shall indemnify any officer or director or any former officer or director or member of the Executive Committee or any shareholder to the full extent permitted by law.

ARTICLE X

AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 17 day of June, 1998.



JORGE VEITIA

DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 607.050, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

THAT M.P.D.S. Corp, desiring to organize or qualify under the laws of the
state of Florida, with its principle place of buissness at City Miami Beach, State of Florida,
has named Leonides Veitia, at 81 N. Hibiscus Drive, as its agent to accept service of
process within Florida.

SIGNATURE: Leonides Veitia

TITLE: Secretary & Treasurer

DATE: 6/17/98

Having been named to accept service of process for
above stated corporation, at the place designated in this
certificate, I hereby agree to act in this capacity, and I
further state that I am familiar with the obligations of the
position and agree to comply with the provisions of all statutes
relatives the to proper performance of my duties.

SIGNATURE: Leonides Veitia

DATE: 6/17/98

FILED STATE
SECRETARY OF CORPORATIONS
98 JUL 17 AM 10:19