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maidbrook inc.

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**ARTICLES OF INCORPORATION**

**OF**

**MAIDBROOK INC.**

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

**ARTICLE I**  
**Name of Corporation**

The name of this corporation is **MAIDBROOK INC.**

**ARTICLE II**  
**Corporate Existence**

This corporation shall have perpetual existence.

**ARTICLE III**  
**Purpose of Business**

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States and of this State.

**ARTICLE IV**  
**Principal Place of Business**

The address of the principal place of business of this corporation is 777 Brickell Avenue, Suite 500, Miami, Florida 33131.

Prepared by:  
Steven L. Cantor, Esq.  
Steven L. Cantor, P.A.  
777 Brickell Ave., #500  
Miami, FL 33131  
(305)374-3886  
Florida Bar No. 205028

*Page 1 of 5 Pages*

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**ARTICLE V**  
**Registered Office**

The address of the initial registered office of the corporation is 777 Brickell Avenue, Suite 500, Miami, Florida 33131. The Board of Directors may from time to time move the registered office to any other address in Florida.

**ARTICLE VI**  
**Registered Agent**

The initial registered agent of the corporation for accepting service of process pursuant to Section 48.091, Florida Statutes, shall be Steven L. Cantor, 777 Brickell Avenue, Suite 500, Miami, Florida 33131.

**ARTICLE VII**  
**Directors**

This corporation shall have not less than one (1) director. The names and addresses of the initial Directors of this corporation are:

Stephen Potel  
4000 Island Blvd.,  
Apt. 2103  
Miami, FL 33160

Rodney C. King  
15000 South Spur Drive  
Miami, FL 33161

Michele J. Potel  
4000 Island Blvd.  
Apt. 2103  
Miami, FL 33160

The number of directors may be set from time to time by resolution adopted by a majority vote of the outstanding common shares.

*Page 2 of 5 Pages*

H99000005261

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**ARTICLE VIII**  
**Capital Stock**

The maximum number of shares of stock in this corporation which it is authorized to have outstanding at any one time is one hundred (100) shares of Common Stock at \$1.00 par value. Each stockholder shall be entitled to one (1) vote for each share of stock owned.

**ARTICLE IX**  
**Incorporator**

The name and address of the incorporator is as follows:

Steven L. Cantor  
Steven L. Cantor, P.A.  
777 Brickell Avenue, Suite 500  
Miami, Florida 33131

**ARTICLE X**  
**Directors' Liabilities and Rights**

No contract, act or transaction of this corporation with any person or persons, firm or other corporations, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with such person, persons, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or corporation in which he may anywise be interested. Any

*Page 3 of 5 Pages*


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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.0501, Florida Statutes, the following is submitted that MAIDBROOK INC., desiring to organize or qualify under the laws of the State of Florida, has named Steven L. Cantor, whose address is 777 Brickell Avenue, Suite 500, Miami, Florida 33131, as its agent to accept service of process within Florida.

  
\_\_\_\_\_  
Steven L. Cantor

Dated: February 26, 1999

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT OF REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.**

  
\_\_\_\_\_  
Steven L. Cantor, Registered Agent

Dated: February 26, 1999

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