

# S49930

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MDN PROPERTIES INC.

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
MDN PROPERTIES INC.**

These Amended and Restated Articles of Incorporation of MDN Properties Inc. (the "Corporation"), whose original Articles of Incorporation were filed with the Florida Department of State on May 6, 1991 and amended on December 17, 1998 and December 31, 1998, have been duly executed and are being filed by the undersigned authorized officer of the Corporation pursuant to Section 607.1007, Florida Statutes.

**ARTICLE I  
NAME**

The name of the Corporation is MDN Properties Inc.

**ARTICLE II  
DURATION**

The Corporation shall have a perpetual existence unless dissolved according to law, commencing on the 6<sup>th</sup> day of May, 1991.

**ARTICLE III  
PURPOSE**

The purpose of the Corporation shall be the acquisition, development, ownership, operation, leasing, managing and maintenance of that certain real property known as "Palm Springs Plaza" located at 10299 Royal Palm Boulevard, Coral Springs, Florida 33065 (the "Property") and activities incidental thereto including, without limitation, obtaining loans with respect to the Property and activities conducted at the Property.

**ARTICLE IV  
CAPITAL STOCK**

The Corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock which shall be designated "Class A Voting Common Shares"; and Three Hundred (300) shares of One Dollar (\$1.00) par value common stock which shall be designated "Class B Nonvoting Common Shares." The Class A and Class B shares shall be entitled in all respects to equal rights and privileges except that each share of Class A stock shall be entitled to one (1) vote and each share of Class B stock shall be nonvoting stock.

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**ARTICLE V  
PRINCIPAL OFFICE; REGISTERED OFFICE AND AGENT**

The street address of the principal office and registered office of the Corporation is 10375 Royal Palm Boulevard, Coral Springs, Florida 33065. The name and address of the registered agent is Christopher P. Anderson, 10375 Royal Palm Boulevard, Coral Springs, Florida 33065.

**ARTICLE VI  
BOARD OF DIRECTORS**

The Corporation shall have at least one (1) director. The number of directors may be increased or decreased from time to time pursuant to the Corporation's By-Laws, but shall never be less than one (1).

**ARTICLE VII  
INDEMNIFICATION**

The Corporation shall indemnify any officers and directors and former officers and directors to the full extent permitted by law.

**ARTICLE VIII  
INSOLVENCY, BANKRUPTCY, ASSIGNMENT FOR BENEFIT OF CREDITORS**

The affirmative vote of all of the Corporation's directors shall be required to authorize the Corporation to file or consent to the filing of any petition, voluntary or involuntary, to take advantage of any applicable insolvency, bankruptcy, liquidation or reorganization statute, or to make an assignment for the benefit of creditors.

These Amended and Restated Articles of Incorporation were adopted by the Corporation's shareholders. The number of votes cast for the amendments were sufficient for approval.

These Amended and Restated Articles of Incorporation shall be effective upon filing with the Florida Department of State.

The undersigned officer of the Corporation has executed these Amended and Restated Articles of Incorporation this 14 day of January, 2013.

  
Michael Navillo, President