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DIVISION OF CORPORATIONS

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3/17 Cristy

Donald Wilson

Requestor's Name  
9500 S. Oadeland Blvd

Address  
Miami FL 33156

City State ZIP Phone  
(305) 670-0267

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CORPORATION(S) NAME

M & M Consulting Group, Inc

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Amendment
- Dissolution
- Annual Report
- Reservation
- Merger
- Mark
- Other
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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 23, 2006

EMPIRE

SUBJECT: M & M CONSULTING GROUP, INC.  
Ref. Number: W06000014062

We have received your document for M & M CONSULTING GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White  
Document Specialist  
New Filing Section

Letter Number: 506A00019886

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DIVISIONS  
TALLAHASSEE, FLORIDA

06 MAR 30 AM 10: 01

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06 MAR 30 AM 11:42

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF INCORPORATION**

of

**M & M Consulting Services, Inc.**

We, the undersigned, hereby incorporate for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of the corporation for profit.

**Article One**

The name of this corporation shall be: M & M Consulting Services, Inc.

**Article Two**

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**Article Three**

The maximum number of shares of stock with \$1 par value that this corporation is authorized to have outstanding at any one time is two thousand five hundred.

**Article Four**

This corporation is to have perpetual existence.

**Article Five**

The amount of capital with which this corporation will begin business will not be less than \$500 dollars.

**Article Six**

The principal office of this corporation shall be at:

9500 S. Dadeland Blvd., Suite 700, Miami, FL, 33156 and the initial registered agent at such address is Donald D. Wilson Jr.

**Article Seven**

The number of directors shall not be less than one.

**Article Eight**

The names and addresses of the first board of directors, who, subject to the provisions of the Certificate of Incorporation, the by-laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporations existence, or until their successors are elected and have qualified, are:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Miguel Perez Marante	14644 S.W. 115 Street Miami, Florida 33186	10

**Article Nine**

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Donald D. Wilson Jr.	9500 S. Dadeland Blvd., Suite 700 Miami, FL 33156

**Article Ten**

The corporation shall have the right and power to:


From time to time to determine whether and to what extent and at what times and places and under what conditions and regulations, the accounts and books of this corporation (other than the stock book) or any of them shall be open to inspection of stockholders; and no stockholder shall have any right of inspecting any account, book or document of this corporation except as conferred by statute, unless authorized by a resolution of the stockholders or board of directors.

The corporation may in its by-laws confer powers upon its board of directors or officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

Both stockholders and directors shall have power, if the by-laws so provide, to hold their respective meetings, and to have one or more offices with or without the State of Florida, and to keep the books of this corporation (subject to the provisions of the statutes) outside the State of Florida, at such places as may from time to time be designated by the board of directors.

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all right conferred upon stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being each and all of the incorporators of the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set our hands and seal this 28th day of March, 2005.

 (Seal)  
Donald D. Wilson Jr., Incorporator

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 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED;

FIRST—THAT

M & M CONSULTING SERVICES, INC

FILED  
06 MAR 30 AM 11:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI,

STATE OF FLORIDA, HAS NAMED Donald D. Wilson Jr.,

LOCATED AT 9500 S. DADELAND BLVD., SUITE 700, MIAMI, FLORIDA, 33156,

CITY OF MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE   
(INCORPORATOR)

TITLE INCORPORATOR

DATE March 28, 2005

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

SIGNATURE   
(REGISTERED AGENT)

DATE March 28, 2006