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LAW OFFICE OF MARK HORN

18800 N.W. 2nd Avenue, Suite 211
North Miami, Florida 33169

800001465958

-04/27/95--01011--002

****122.50 ****122.50

OFFICE USE ONLY

(City, State, Zip)

(Phone #)

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

95/1
95 APR 26 PM 3:48
FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS

- Walk in Pick up time _____ Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION

OF

MAXIMA GROUP, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: MAXIMA GROUP, INC.

The principal place of business of this corporation shall be: 1220 Michigan Avenue
Miami Beach, FL 33139

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

One Thousand Shares (1,000) at one cent (\$.01) par value per share

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Gennady Menaker - President - 1220 Michigan Avenue, M.B. FL 33139
Chaim Druin - Vice President - 1220 Michigan Avenue, M.B. FL 33139

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Chaim Druin 1220 Michigan Avenue, Miami Beach, FL 33139

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IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 19th day of Apr. 1, 1995.

Signature(s) of Incorporator(s):

Chaim Druin

STATE OF Florida
COUNTY OF Dade

THE FOREGOING instrument was acknowledged and sworn to before me this 19th day of Apr. 1, 1995, by Chaim Druin (Name of incorporator) of Maxima Group, Inc. (Name of Corporation)

Who is personally known to me.

Notary Public

Mark Horn

My Commission Expires: _____

CC 134516

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES 7, 1995
BONDED THROUGH GENERAL INS. UND.

(SEAL)

ARTICLES OF INCORPORATION FILING FEE: \$20

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES 7, 1995
BONDED THROUGH GENERAL INS. 1

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: MAXIMA GROUP, INC.

2. The name and address of the registered agent and office is:

Mark Horn, Esquire

18800 NW 2nd Avenue, Suite 211
(P. O. BOX NOT ACCEPTABLE)

Miami, Florida 33139
(CITY/STATE/ZIP)

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SIGNATURE *William D. ...*
(Corporate Officer)

TITLE VICE PRESIDENT

DATE 4/19/95

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE *Mark Horn*
(Registered Agent)

DATE 4/19/95