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SECRETARY OF STATE
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COVER LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:	(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)			
	(PROPOSED CORPOR.	ATE NAME – <u>MUST INCL</u>	UDE SUFFIX)	
Enclosed are an orig	cinal and one (1) copy of the ar	ticles of incorporation and	a check for:	
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	& Certificate o Status	
FROM:	Nam	A. LACAU (Printed or typed)	 # 104	
,	PEMBROK	Address SE PINES, FL 32 State & Zip	2025	
) 316-4259 Telephone number		

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION OF MCC MICRO, INC.

A Control Derson

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a Corporation under the Laws of the State of Florida providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and they hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida this Certificate of Incorporation, and to that end they do, by this Certificate, set forth the following Articles of Incorporation:

ARTICLE I: The name of this corporation shall be MCC MICRO, INC.

ARTICLE II: The general nature of the business and the objects and purposes to be performed and carried on are to do any and all things allowed and permitted to be done by corporations under the Statutes of the State of Florida and to do any and all of the things hereinafter mentioned, and fully and to the same extent as natural persons might or could do, to wit:

- a) to export from and import into the United States of America and its territories and possessions, and any and all foreign countries as principal or agent, merchandise of every kind and nature, and to purchase, sell and deal in with, at wholesale and retail, merchandise of every kind and nature for exportation from and importation into the United States, and to and from all countries foreign thereto, and for exportation from and importation into any foreign country, to and from any other country foreign thereto and to purchase and sell domestic and foreign merchandise in foreign markets, .and to do general foreign and. domestic exporting and importing business; to carry on and conduct a general purchase and, sale business; to distribute, deliver, purchase and sell goods, wares, merchandise, property, commodities and articles of commerce of every kind and description, and in selling. promoting the sale of, advertising and introducing and contracting for the sale, introduction, advertisement and use of, services of all kinds, relating to any and all kinds of businesses for any and all purposes and to sell and serve information technology, telecommunications, solutions in Voice-Over-Internet-Protocol (VOIP) and computer networking and connectivity, items.
- b) to act as forwarding, shipping and freight agent, to do any and all things required or necessary as agent for or as intermediary between shippers and carriers and to promote their interests or conveniences.
- c) to carry out any or more of the purposes and objects herein enumerated as principal, factor, agent, contractor, or otherwise, either alone or thorough or in conjunction with any person, partnership, association or corporation.
- d) to carry on its operations and conduct business in any State, in the District of Columbia, and in any territory, dependency or possession of the United States and in any foreign country.

e) to such extent as a corporation organized under the Laws of the State of Florida may now or hereafter lawfully do, to do, either as principal or agent, and either alone or in connection with other corporations, firms or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incidental to, the accomplishments of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly, or indirectly to promote the interests of this corporation or to enhance the value of its properties; and in general, to do any and all things and exercise any and all powers, rights and privileges which a corporation may now or hereafter be organized to do or to exercise under the Laws of the State of Florida or under any act amendatory thereof, supplemental thereto, or substituted therefore.

The foregoing clauses shall be construed as and shall be powers as well as purposes, and the matters expressed in each clause shall, unless otherwise herein expressly provided, be in no wise limited by reference to or in reference from the terms of any other clause but shall be regarded as independent powers and purposes; and the enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general terms or the genera! powers of this corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature.

This corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted by the Laws of the State of Florida to corporations organized thereunder, and all -he powers conferred by all acts heretofore or hereafter amendatory or supplemental to that statute, and the enumeration of certain powers, rights or privileges granted or conferred by the statute now, or hereafter in force, provided, however, that nothing herein contained shall be deemed to authorize or permit this corporation to carry on any business to exercise any power or to do any act which a corporation formed under that statute may not at the time lawfully carry on or do.

ARTICLE III: The number of shares of stock that this Corporation is authorized to have outstanding is Twenty (20) shares of stock of \$10.00 par value.

ARTICLE IV: The amount of capital with which this corporation will begin business shall be no less than \$200.00.

ARTICLE V: The initial post-office address of the principal office of this corporation is 251 Palm Circle West #104 Pembroke Pines, Florida 33025.

The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VI: This Corporation is to exist perpetually.

ARTICLE VII: The Registered Agent for this corporation shall be NELY FRANCISCA LACAU and the Registered Address shall be 726 Alto Place, Lake Mary, Florida 32746.

ARTICLE VII: This corporation shall have no less than one Director initially. The number of Directors may be increased or diminished, from time to time, by By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE IX: The names and post-office addresses of the members of the first Board of Directors who, subject to the provision s of these Articles of Incorporation, the By-Laws of the Corporation, and the Laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors are elected and have qualified, are as fellows:

Nely Francisca Lacau - 726 Alto Place, Lake Mary, Florida 32746. Hernan Alejandro Lacau - 251 Palm Circle West #104, Pembroke Pines, Florida 32025. ARTICLE X: The names and post-office addresses of the first officers of the Corporation, subject to the provisions of these Articles of Incorporation, the By-Laws of the Corporation and the Laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors are elected and have qualified, are as follows:

Hernan Alejandro Lacau - President 251 Palm Circle West #104, Pembroke Pines, Florida 33025. Nely Francisca Lacau - Vice President/Secretary 726 Alto Place, Lake Mary, Florida 32746.

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ARTICLE XI: Both Stockholders and Directors shall have the power to hold their meetings and to have one or more offices within or without the State of Florida, and to keep the books of this Corporation at such office as the Stockholders and Directors shall determine, subject to the provisions of the Florida Statutes.

ARTICLE XII: All rights conferred to Stockholders herein are granted subject to the right the Corporation reserves to amend, alter, change or repeal any provisions contained in this Certificate of incorporation, in the manner explained in Article XIII of this Certificate.

ARTICLE XIII: These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed to them by the Stockholders and approved at a Stockholder's meeting by the majority of the stock entitled to vote thereof, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

<u>ARTICLE XIV</u>: Preemptive Rights: Every Stockholder, upon the sale for cash of any new stock of this Corporation, of the same kind, class or series as that which he already shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature / Registered Agent

Signature / Incorporator

Date