

F980000003052

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: MAX ENTERPRISES, INC.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

MAGDIEL RIVERON  
(Name of Person)  
MAX ENTERPRISES, INC.  
(Firm/Company)  
473 EAST 33<sup>RD</sup> ST.  
(Address)  
HALEAH, FL. 33013  
(City/State/Zip)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 MAY 29 PM 1:36

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Should you need to call someone concerning this matter, please call:

300002527813--3  
-05/18/98--01119--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

MAGDIEL RIVERON at (305) 266-5201  
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

W98-11373

4/5/29/98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 19, 1998

MAGDIEL RIVERON  
MAX ENTERPRISES, INC.  
473 EAST 33RD ST.  
HIALEAH, FL 33013

SUBJECT: MAX ENTERPRISES, INC.  
Ref. Number: W98000011373

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for MAX ENTERPRISES, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return 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) 487-6094.

Agnes Lunt  
Document Specialist

Letter Number: 598A00027841

# RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned MAGDIEL RIVERON, do hereby certify  
(Name)

that this Resolution of the Board of Directors of  
MAX ENTERPRISES, INC.  
(Corporate Name)

a corporation duly organized and existing under the laws of the State of DELAWARE,

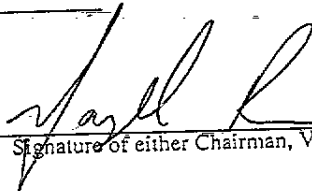
was duly adopted on MARCH 13, 19 98.

Be it resolved, that MAX ENTERPRISES, INC.  
(Corporate Name)

organized and existing in the State of FLORIDA, hereby adopts the name

MAX MARKETING GROUP, INC. for use in Florida.

Dated: 5/27/98



Signature of either Chairman, Vice Chairman or any officer

MAGDIEL RIVERON

Type or print name

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TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. MAX ENTERPRISES, INC.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DELAWARE 3. 65-0829117  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 3/15/98 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. "HAS NOT TRANSACTED BUSINESS YET."  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 473 EAST 33RD STREET  
HIALEAH, FLORIDA 33013  
(Current mailing address)

8. "MAIL ORDER, THE RETAIL SALE OF INFORMATIONAL PRODUCTS"  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

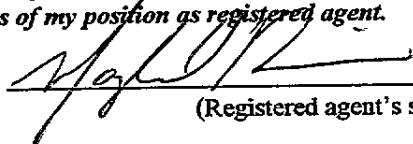
Name: MAGDIEL RIVERON

Office Address: 473 E. 33RD ST.

HIALEAH, Florida, 33013  
(Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as 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.*

  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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98 MAY 29 PM 1:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: MAGDIEL RIVERON

Address: 473 E. 33RD. ST.  
HALEAH, FL. 33013

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: MAGDIEL RIVERON

Address: 473 E. 33RD. ST.  
HALEAH, FL. 33013

Vice President: LYMARI RIVERON

Address: 473 E. 33RD. ST.  
HALEAH, FL. 33013

Secretary: LYMARI RIVERON

Address: 473 E. 33RD. ST.  
HALEAH, FL. 33013

Treasurer: MAGDIEL RIVERON

Address: 473 E. 33RD. ST.  
HALEAH, FL. 33013

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MAGDIEL RIVERON, OWNER/PRESIDENT

(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MAX ENTERPRISES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF APRIL, A.D. 1998.

**FILED**  
98 MAY 29 PM 1:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Edward J. Freel*

Edward J. Freel, Secretary of State

2860846 8300

981154243

AUTHENTICATION:

9047051

DATE:

04-27-98