

ALSO A MEMBER OF
THE COLORADO BAR

THE LAW OFFICES
OF
PHILIPPE SYMONOVICZ
THE ADVOCATE BUILDING - FIRST FLOOR
315 SOUTHEAST 7 STREET
FORT LAUDERDALE, FLORIDA 33301

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PO0000035394

March 31, 2000

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****122.50 *****78.75

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

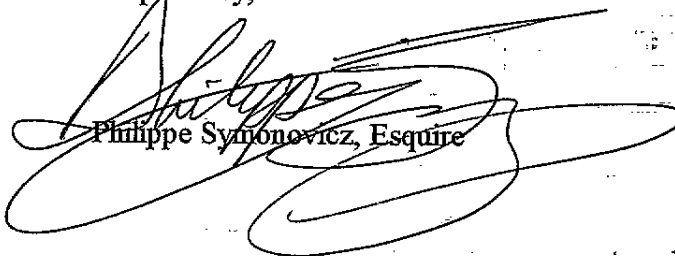
RE: Articles of Incorporation for
M & S Spectacut, Inc.

Gentlemen:

Enclosed please find one (1) original and one (1) copy of the above-referenced Articles of Incorporation, together with my check in the amount of \$122.50 to cover the cost of registration fees and return of the certified copy and Certificate of Incorporation, together with a self-addressed stamped envelope to return same to me.

Thank you in advance for your courtesies in this matter.

Respectfully,


Philippe Symonovicz, Esquire

PS/nm
enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

M & S SPECTACUT, INC.

The undersigned, for the purpose of forming a corporation for profit under the Florida General Corporation Act hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be **M & S SPECTACUT, INC.**

3221 NE 9TH ST.

POMPANO BCH, FL. 33062

ARTICLE II

DURATION

Corporate existence shall begin at the time these Articles of Incorporation are filed with the Department of State. The term of existence of the corporation is perpetual, unless sooner dissolved according to law.

ARTICLE III

PURPOSE

The purpose for which this corporation is organized is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation shall have the authority to issue one class of stock. The aggregate number of shares that the corporation has the authority to issue is 1,000 shares, all of which shall be common shares with a par value of \$1.00 per share. The corporation shall initially issue 500 shares of stock.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
REGISTERED AGENT

The initial street address of the initial registered office is **315 S.E. 7th Street, First Floor, Ft. Lauderdale, FL 33301**, and the name of the registered agent of this corporation is **Philippe Symonovicz, Esquire**.

ARTICLE VI
BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) members.

ARTICLE VII
DIRECTOR

The names and addresses of the persons who shall serve as directors until the first annual meeting of the shareholders, or until their successors have been elected and qualified is:

NAME:

ADDRESS:

Michal Mrowiec

3221 N.E. 9th Street
Pompano Beach, FL 33062

Michael Schwarz

3221 N.E. 9th Street
Pompano Beach, FL 33062

ARTICLE VIII
INCORPORATOR

The name and address of the initial incorporator is:

NAME:

ADDRESS:

Philippe Symonovicz, Esquire

315 S.E. 7th Street - First Floor
Ft. Lauderdale, FL 33301

ARTICLE IX
SUB CHAPTER S

This corporation may, at the option of the directors, file under Section 1244 of the Internal Revenue Code as a Subchapter S corporation.

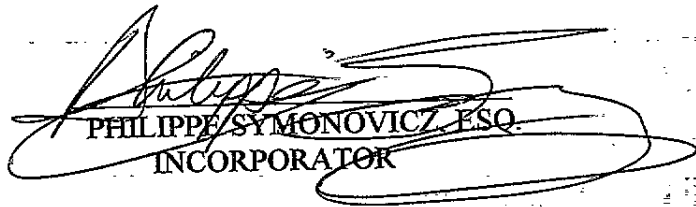
ARTICLE X

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by Statute.

The Directors of this corporation shall have the power to make or amend the By-Law and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatsoever. The corporation shall have a first lien on the shares of its members and upon the dividends due to them for any indebtedness of such members of the corporation.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file this certificate, hereby declaring and certifying that the facts herein stated are true, and do agree to take the number of shares hereinabove set forth, and hereunto set my hand and seal this 31st day of March, 2000


PHILIPPE SYMONOVICZ, ESQ.
INCORPORATOR

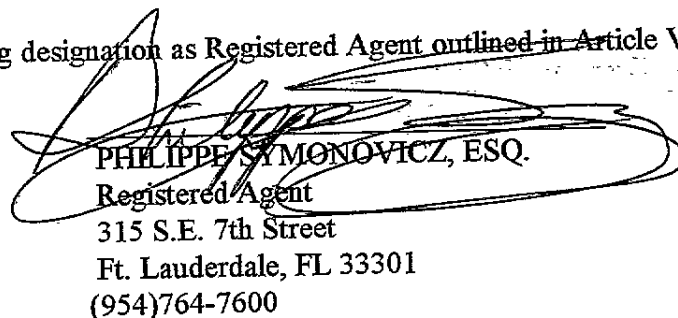
STATE OF FLORIDA)
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared Philippe Symonovicz, Esquire ☒ who is personally known to me, or who ☐ has produced _____ as identification and is the party to the foregoing Articles of Incorporation, and he did acknowledge that he signed, sealed and delivered the same as his voluntary act and deed, and deposed that the facts therein were truly set forth.


Notary Public - State of Florida at Large

My Commission Expires  Norma E. Monteabaro
Commission # CC 759810
Expires July 16, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

I HEREBY ACCEPT the foregoing designation as Registered Agent outlined in Article V above.


PHILIPPE SYMONOVICZ, ESQ.
Registered Agent
315 S.E. 7th Street
Ft. Lauderdale, FL 33301
(954)764-7600