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Penn 53951

LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

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

1. **2M USA CORPORATION**
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time **2:00**

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" 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

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-06/05/00-01044-019
*****78.75 *****78.75

Examiner's Initials

ARTICLES OF INCORPORATION OF

2M USA CORPORATION

FILED
00 JUN -5 PM 12:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is: 2M USA CORPORATION, with the principal place of business located at: 7938 WEST DR STE 1, NORTH BAY VILLAGE, FL. 33141.

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100 shares of one dollar par (\$1.00) par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The present street address of the Registered Office of this corporation is: 7938 WEST DR STE 1, NORTH BAY VILLAGE, FL. 33141.

The name of the initial Registered Agent of this corporation is: MARCOS FRY DOBES

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initials directors of this corporation are:

MARCOS FRY DOBES 7938 WEST DR STE 1, NORTH BAY VILLAGE, FL. 33141.

MARCOS HENRIQUE BARBOSA 7938 WEST DR STE 1, NORTH BAY VILLAGE, FL. 33141.

ARTICLE VII - INCORPORATOR

The name and address of the person signing this article is:

MARCOS FRY DOBES 7938 WEST DR STE 1, NORTH BAY VILLAGE, FL. 33141.

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

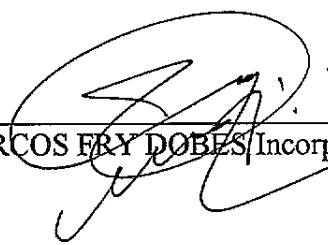
ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, or shareholders of this corporation.

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholder.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 1st. day of JUNE of 2000.



MARCOS FRY DOBES Incorporator.

CERTIFICATE DESIGNATING THE ADDRESS AND AN

AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That 2M USA CORPORATION, desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade State of Florida, has appointed Mr. MARCOS FRY DOBES as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of 2M USA CORPORATION, to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 1st. day of JUNE of 2000.



MARCOS FRY DOBES Registered Agent.

FILED
00 JUN -5 PM 12:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA