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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 922-4001

From:  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
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00 JUN 29 AM 8:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**MMC ENTERTAINMENT, INC.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
MMC ENTERTAINMENT, INC.**

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

**ARTICLE I**

The name of the corporation shall be:

**MMC ENTERTAINMENT, INC.**

The principal place of business and mailing address of this corporation shall be:

1311 PIZARRO STREET  
CORAL GABLES, FL 33134

**ARTICLE II**

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**

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

100 shares of Common Stock, each have \$ 1.00 per value.

**ARTICLE IV**

This corporation is to exist perpetually.

**ARTICLE V**

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase un-issued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or to acquire shares of any such un-issued or treasury shares.

Prepared by : Tallieson Advisory Corp. ( Yolanda Duran- Accountant)  
10300 Sunset Dr., suite 435, Miami, FL 33173

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**ARTICLE VI**

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):

Carlos E. Ortega

1311 Pizarro Street  
Coral Gables, FL 33134

President/Secretary

**ARTICLE VII**

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

Yolanda Duran      10300 Sunset Dr., Suite 435  
Miami, FL 33173

**ARTICLE VIII**

The names and addresses of the subscribers to these Articles of Incorporation

Carlos E Ortega

1311 Pizarro Street  
Coral Gables, FL 33134

**ARTICLE IX**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any writing inferred upon the shareholders shall be subject to this reservation.

Prepared by : Tallieson Advisory Corp. ( Yolanda Duran- Accountant)  
10300 Sunset Dr., suite 435, Miami, FL 33173

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**ASSIGNMENT OF SUBSCRIPTION OF  
MMC ENTERTAINMENT, INC.**

I (We) YOLANDA DURAN hereby assign to CARLOS E ORTEGA, all my rights to the share of the capital stock of the above named corporation organized under the laws of the State of Florida, which I have acquired either by being an incorporator of the above named corporation, a subscriber to the Articles of Incorporation or a subscriber to the capital stock of the above named corporation.

Executed : 6/29, 2000

*Yolanda Duran*

**Prepared by : Tallason Advisory Corp. ( Yolanda Duran- Accountant)  
10300 Sunset Dr., suite 435, Miami, FL 33173**

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name of the corporation is:

**MMC ENTERTAINMENT, INC.**

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

**CARLOS E. ORTEGA  
1311 PIZARRO  
Miami, FL 33134**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

  
By Carlos E. Ortega (Registered Agent)

DATE

June-29-2000

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TALLAHASSEE, FLORIDA

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