

LAW OFFICES  
RONALD L. GIROUX  
3445 NORTHWEST SEVENTH STREET  
POST OFFICE BOX 370806  
MIAMI, FLORIDA 33137  
TELEPHONE (305) 541-5500

EFFECTIVE DATE

11-1-00

FILED

00 NOV -6 AM 8:49

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P00000104503

November 3, 2000

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Division of Corporations  
Secretary of State  
The Capitol  
Tallahassee, Florida 32304

Re: M Design Group, Inc.

Gentlemen:

Enclosed please find original and one copy of the Articles of Incorporation of M Design Group, Inc., together with a check in the sum of \$78.75 for filing and certified copy fees.

Please file and process the Articles of Incorporation and return a certified copy to my Pinecrest office address as follows:

Law Offices of Ronald L. Giroux  
Suniland Shopping Center  
11533 South Dixie Highway  
Miami, Florida 33156

Thank you for your prompt attention to this matter.

Very truly yours,

RONALD L. GIROUX

Enclosures

D. BROWN NOV - 8 2000

EFFECTIVE DATE  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

M DESIGN GROUP, INC.

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

ARTICLE 1

NAME OF CORPORATION:

The name of the Corporation is:

M DESIGN GROUP, INC.

ARTICLE 2

DURATION:

The duration of the Corporation is perpetual.

ARTICLE 3

PURPOSE:

The general purposes for which the Corporation is organized are the following:

To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

ARTICLE 4

CAPITAL STOCK:

The aggregate number of shares which the Corporation is authorized to issue is 500 shares of common stock. Such shares shall be of a single class and shall have a par value of One Dollar per share.

## ARTICLE 5

### INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial Registered Office of the Corporation is 5712 N.E. 4<sup>th</sup> Avenue, Miami, Florida 33137, and the name of its initial Registered Agent at that address is MARCEL DECOCK. The address of the Principal Office is the same as the Registered Office.

## ARTICLE 6

### INITIAL BOARD OF DIRECTORS:

The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the initial Director of the Corporation is as follows:

MARCEL DECOCK  
5712 N.E. 4<sup>th</sup> Avenue  
Miami, Florida 33137

## ARTICLE 7

### INCORPORATOR:

The name and address of the Incorporator is as follows:

MARCEL DECOCK  
5712 N.E. 4<sup>th</sup> Avenue  
Miami, Florida 33137

## ARTICLE 8

### COMMENCEMENT OF CORPORATE EXISTENCE:

In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE 9

AMENDMENT:

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 1<sup>st</sup> day of November, 2000.

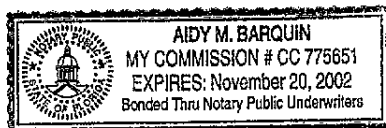
  
\_\_\_\_\_  
MARCEL DECOCK

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of November, 2000, by MARCEL DECOCK to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed and who did take an oath

WITNESS my hand and official seal this 1<sup>st</sup> day of November, 2000.

  
\_\_\_\_\_  
AIDY M. BARQUIN  
NOTARY PUBLIC  
State of Florida at Large  
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of  
M DESIGN GROUP, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 15 day of November, 2000.

A handwritten signature in black ink, appearing to read 'MARCEL DECOCK', is written over a horizontal line.

MARCEL DECOCK  
Registered Agent

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00 NOV -6 AM 8:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA