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Requester's Name

Sender's Name MARK HOLDING GROUP INC Phone 305 333 0636

Company DIGITAL NETWORK SERVICES

Address 301 CRAWFORD BLVD Suite 204

City DADE CITY State FL ZIP 33432

Office Use Only

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

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in

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☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

SEAL OF THE STATE
TALLAHASSEE, FLORIDA

00 DEC 26 PM 2:50

FILED

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Examiner's Initials

ARTICLES OF INCORPORATION

OF

M & R HOLDING GROUP, INC.

FILED
00 DEC 26 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is M & R Holding Group, Inc.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE II - PURPOSE

The purpose of this corporation is to be a marketing company and to engage in any activity or business permitted on the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having no par value. The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the incorporators or by the directors, at a meeting called for such purpose.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial principle office of this corporation shall be:

301 Crawford Blvd Suite 204

Boca Raton, FL 33432

The initial registered agent of this corporation shall be:

Jose Raul Mena

1301 West 83 Street

Hialeah, Fl. 33014

who upon accepting this designation agrees to comply with the provisions of section 48.091, Florida statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of one (2) Members. The number of directors may be increased or decreased from time to time by vote of the shareholders, but in no case shall the number of directors be less than one (1). The names and addresses of the directors constituting the initial board of directors are:

NAME

ADDRESS

Jose Raul Mena

1301 West 83 Street

Hialeah, Fl. 33014

Michael Rahtjen

1515 E. Broward Blvd

Apt 306

Ft. lauderdale FL 33301

ARTICLE VII - AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders and approved at a shareholders' meeting by 100% of the stock entitled to vote, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these articles of Incorporation be made.

ARTICLE VIII - INCORPORATOR

The names and street addresses of the persons signing these articles of incorporation are:

NAME

ADDRESS

Jose Raul Mena

1301 West 83 Street

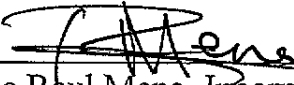
Hialeah, FL. 33014

Michael Rahtjen


1515 E. Broward Blvd Apt 306

Ft. Lauderdale, FL 33301

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 21 day of December, 2000.



Jose Raul Mena, Incorporator



Michael Rahtjen, Incorporator

STATE OF FLORIDA }

COUNTY OF DADE }

The foregoing instrument was acknowledged before me this 21 day of December, 2000 by Jose Raul Mena and Michael Rahtjen, who is personally known to me and who did take an oath.



Notary Public
State of Florida at Large

My Commission Expires:



Richard Kellogg Jr
My Commission CC778655
Expires September 20, 2002

FILED

00 DEC 26 PM 2:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Pursuant to the provisions of Section 607.0501 or 617.501, Florida Statutes, the undersign corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

M & R Holding Group, Inc.

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

Jose Raul Mena

301 Crawford Blvd Suite 204
Boca Raton, FL 33432

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 AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Jose Raul Mena

Date DECEMBER 21, 2000