POLOCOOLOGYO

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

200003539252--s -01/16/01--01158--002 *****87.50 *****87.50

<u></u>
_

NOTE: Please provide the original and one copy of the articles.

CB 1-18

ARTICLES OF INCORPORATION

OF

FILED
01 JAN 16 AM 11: 34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MCMAHON ENTERPRISES OF SOUTH FLORIDA, INC.

ARTICLE I.

The name of the corporation is:

MCMAHON ENTERPRISES OF SOUTH FLORIDA, INC.

ARTICLE II.

The principal place of business/mailing address of this corporation is corporation is:

1540 N.W. 124 Street No. Miami, Florida 33167

ARTICLE III.

The general nature of the business or businesses to be transacted by said corporation shall be as follows:

Advertising, marketing, promotions and consulting services.

To purchase, acquire, hold, improve, sell, convey, assign, lease, mortgage, encumber, hire and deal in real and personal property of every name and nature.

To buy, lease, build, erect, equip, operate, maintain, repair and sell homes, apartment houses, residence buildings, office buildings and stores of all kinds and nature or any portion thereof.

To purchase, acquire, hold, sell, assign and transfer, mortgage, pledge and otherwise dispose of the shares of stock, bonds, debentures or other evidences of indebtedness of any corporation, domestic or foreign, and while the owner thereof, to exercise all the rights and privileges of ownership, including the right to vote thereof, and to issue in exchange thereof its own stock, bonds and other obligations.

To own, lease, rent, operate and manage hotels, apartment houses, restaurants, taverns, bars, drug stores, barber shops, garages for motor vehicles, manufacturing plants, distribution and assembly plants, laundry and dry cleaning services, newsstands, dance halls, theaters and other places of public entertainment.

To own, lease, use experiment in buy, sell and develop patents and patent rights of all kinds and for items, objects, products, mechanisms and goods, and to enter into contracts for the purchase, sale disposition and traffic in same, both as principal and as agent.

To buy, sell trade, manufacture, assemble, and deal in and with goods, wares and merchandise of every kind and nature; to carry on such business as wholesalers, retailers, importers and exporters, to acquire all such merchandise, supplies, materials and other articles as shall be necessary or incidental to such business.

That of engaging in and carrying on the general contracting, construction, repair and maintenance business; the building and erection for itself or for others of any and all structures of any kind and character or any portion of any structure; the manufacturing of any and all products for use in building and construction of every kind and character; and to engage in and carry on any or either of the businesses, and have, exercise and enjoy the powers and privileges granted to corporations for profit by chapter 606, Florida Statues 1975, as amended.

To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, of the attainment of any of the objects or for the furtherance of the powers herein set forth, either alone or in association with other corporations, firms or individuals, and to do so every other act or acts, thing or things, firms or individuals, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part thereof; provided, that the same be not inconsistent with the law under which this corporation is organized.

ARTICLE IV.

The corporation is authorized to issue 100 shares of \$5.00 par value common stock, which shares shall be designated "COMMON STOCK".

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series, as that which he already hold, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

If, at any time, any of the stockholders desire to sell their stock, said stockholder or stockholders shall first offer it, in writing, to the Board of Directors, stating prices and terms, and give the Board of Directors Thirty (30) days in which to place it with the stockholders. At the expiration of Thirty (30) days, if no stockholder has purchased and settled f or same, said stockholder or stockholders shall have the right to sell to whomever will purchase for the same sum and prices for which it was offered to the Board of Directors.

ARTICLE V.

The number of directors may be either increased or decreased from time to time by the By-Laws. The name and address of the initial director of this corporation is:

DENISE MCMAHON 1540 N.W. 124 Street N. Miami, Fl. 33167

ARTICLE VI.

The name and Florida Street address of the initial registered agent of this corporation is:

DENISE MCMAHON 1540 N.W. 124 Street N. Miami, Fl. 33167

ARTICLE VII.

The name and address of the Incorporator is:

DENISE MCMAHON 1540 N.W. 124 Street N. Miami, Fl. 33167

ignature/Registered Agent

funuary 10, 2001

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity