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

Re: M & M BOARD SHOP, INC.

300003602153--0  
-01/30/01--01094--015  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

Gentlemen:

Enclosed please find the following in connection with the above captioned corporation:

1. Two originals of Articles of Incorporation;
2. Certificate Designating Registered Agent;
3. Check in the amount of \$122.50;
4. Self-addressed envelope.

Please return a certified copy of the Articles to this

Sincerely,

*J. Knee*  
JERROLD KNEE

JK/jb  
Enc.

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FILED  
01 JAN 30 AM 9:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
OF  
M & M BOARD SHOP, INC.**

**FILED**  
01 JAN 30 AM 9:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The Name of this corporation is:

M & M BOARD SHOP, INC.

**ARTICLE II - MAILING ADDRESS**

The initial mailing address of this corporation is 1804 East Sunrise Blvd. Fort Lauderdale, Florida, 33304

**ARTICLE III - CAPITAL STOCK**

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

**ARTICLE IV - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind or class as that which he already holds, shall have the right to purchase his pro-rata share thereof at a price at which it is offered to others.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 1804 East Sunrise Blvd., Fort Lauderdale, FL 33304

The name of the initial registered agent of this corporation at that address is Maximo Piccari.

**ARTICLE VI - DIRECTOR**

The names and addresses of the initial directors of the corporation are:

Maximo Piccari  
1804 East Sunrise Blvd.  
Fort Lauderdale, FL 33304

Monica Ortega  
1804 East Sunrise Blvd.  
Fort Lauderdale, FL 33304

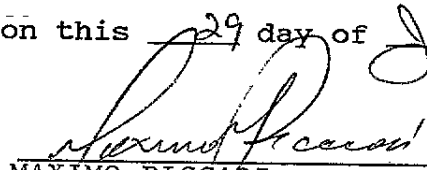
ARTICLE VII - PURPOSE AND POWERS


This corporation is organized for the purpose of transacting any or all lawful business. This corporation shall have all of the powers enumerated for corporations under the laws of the State of Florida.

ARTICLE VIII - NAME OF INCORPORATOR

The names and addresses of the persons signing these Articles of Incorporation as subscribers/incorporators are Maximo Piccari, 1804 East Sunrise Blvd., Fort Lauderdale, FL 33304 and Monica Ortega, 1804 East Sunrise Blvd., Fort Lauderdale, FL 33304.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 29 day of January, 2001.

  
MAXIMO PICCARI

  
MONICA ORTEGA

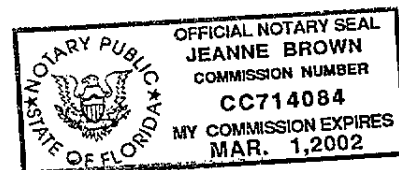
STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 29 day of January, 2001, by Maximo Piccari and Monica Ortega, who ( ) are personally known to me or ( X ) have produced Florida Driver's licenses as identification.

  
Notary Public

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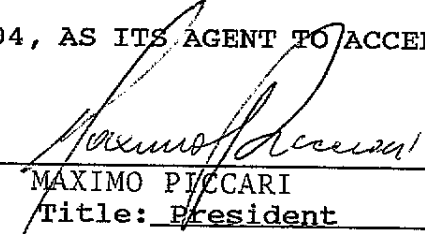
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED  
01 JAN 30 AM 9:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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In compliance with Section 48.091, Florida Statutes, the following is submitted:

M & M BOARD SHOP, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF HOLLYWOOD, STATE OF FLORIDA, HAS NAMED MAXIMO PICCARI, LOCATED AT 1804 EAST SUNRISE BLVD., CITY OF FORT LAUDERDALE, STATE OF FLORIDA, 33304, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE OF CORPORATE OFFICER: \_\_\_\_\_

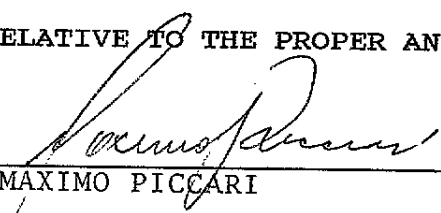
  
MAXIMO PICCARI

Title: President

Date: 1/29/01

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE OF REGISTERED AGENT: \_\_\_\_\_

  
MAXIMO PICCARI

Date: 1/29/01