

P01000023929  
TRANSMITTAL LETTER

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

FILED  
01 MAR -5 PM 3:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: CERAMIC M & M, INC.  
(Proposed corporate name - must include suffix)

000003798100--8  
-03/05/01--01094--007  
\*\*\*\*122.50 \*\*\*\*\*78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: MARIO ALVAREZ  
Name (printed or typed)  
6221 SW 131ST COURT # 103  
Address  
MIAMI, FL. 33183  
City, State & Zip  
( 305 ) 282-3520  
Daytime Telephone number

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

PH 3/7/01

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**CERTIFICATION OF INCORPORATION** SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERAMIC M & M, INC.**

THE UNDERSIGNED, HEREBY ASSOCIATE FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

**ARTICLE I**

THE NAME OF THE CORPORATION SHALL BE : CERAMIC M M, INC.

**ARTICLE II**

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OF BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

**ARTICLE III**

THE NUMBERS OF SHARES OF STOCK, WITH \$10.00 PER VALUE , THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS 50 SHARES.

**ARTICLE IV**

THE AMOUNT OF CAPITAL WITH THIS CORPORATION WILL BEGIN BUSINESS NOT BE LESS THAN FIVE HUNDRED DOLLARS ( 500.00 ).

**ARTICLE V**

THIS CORPORATION IS TO HAVE PERPETUAL EXISTENCE.

**ARTICLE VI**

THE PRINCIPAL OFFICE OF THIS CORPORATION SHALL BE:

OFFICE: 5800 SW 123RD AVENUE, MIAMI, FL. 33183

MAIL ADDRESS : 6221 SW 131ST COURT # 103, MIAMI, FL. 33183

**ARTICLE VII**

THE NUMBER OF BOARD DIRECTORS OF THE CORPORATION SHALL NO BE LESS THAN ONE. THE NAMES AND POST OFFICE ADDRESSERS OF THE FIRST BOARD OF DIRECTORS, WHO SUBJECT TO THE PROVISION OT THE CERTIFICATE OF INCORPORATION, THE BY-LAWS AND THE ACTS OF LEGISLATURE, SHALL HOLD FOR THE FIRST YEAR OF THE CORPORATION'S EXISTENCE OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL BE DULLY QUALIFIED, ARE:

MARIO ALVAREZ 50%

MANUEL MEDINILLA 50%


ARTICLE VIII

THE NAMES AND POST OFFICE ADDRESSES OF EACH SUBSCRIBER TO THE CERTIFIED OF INCORPORATION ARE AS FOLLOWS:

MARIO ALVAREZ  
6221 SW 131ST COURT # 103  
MIAMI, FL. 33183

  
PRESIDENT

MANUEL MEDINILLA  
3500 SW 112TH AVENUE # B-214  
MIAMI, FL. 33165

  
VICE PRESIDENT

CARMEN HERNADEZ  
6221 SW 131ST COURT # 103  
MIAMI, FL. 33183

  
TREASURY

ISABEL MEDINILLA  
3500 SW 112TH AVENUE # B-214  
MIAMI, FL 33165

  
SECRETARY

ARTICLE IX

NO CONTRACT OR OTHER TRANSACTION BETWEEN NOT THIS CORPORATION AND ANY OTHER CORPORATION SHALL BE AFFECTED OR INVALIDATED BY THE FACT THAT ANY ONE OR MORE OF THE DIRECTORS OF THIS CORPORATION IS OR ARE INTERESTED IN, OR IS DIRECTOR OF OFFICE OF ARE DIRECTORS OR OFFICES OF SUCH OTHER CORPORATION.

THE CORPORATION SHALL HAVE THE FURTHER RIGHT AND POWER TO FROM TIME TO TIME, TO DETERMINE WHETHER AND TO WHAT EXTENT, AT THE TIME AND PLACES AND UNDER WHAT CONDITION AND REGULATIONS THE ACCOUNTING BOOKS OF THIS CORPORATION, OTHER THAT THE STOCK BOOK, OR ANY OF THEM SHALL BE OPEN TO INSPECTION OF THE STOCKHOLDERS, AND NO STOCKHOLDERS SHALL HAVE THE RIGHT OF INSPECTIONS ANY ACCOUNT BOOK OR DOCUMENT OF THIS CORPORATION, EXCEPT AS CONFERRED BY THE STATUTE, UNLESS AUTHORIZED BY RESOLUTION OF THE STOCKHOLDERS OR BOARD OF DIRECTORS. THE CORPORATION, IN ITS BY-LAWS CONFER POWER FOREGOING AND IN ADDITION TO THE POWERS AUTHORIZED AND EXPRESSLY CONFERRED BY STATUTE. BOTH STOCKHOLDERS AND DIRECTORS SHALL HAVE THE POWER, IF THE BY-LAWS SO PROVIDE, TO OFFICES, WITHIN OR WITHOUT THE STATE OF FLORIDA, AND TO KEEP THE BOOKS OF THIS CORPORATION SUBJECT OF THE PROVISIONS OF THE STATUTE OUTSIDE THE STATE OF FLORIDA AT SUCH PLACES AS MAY FROM TIME TO TIME BY DESIGNATED BY THE BOARD OF DIRECTORS.

THE CORPORATION RESERVES THE RIGHT TO AMEND, ALTER, CHANGE OR REPEAL ANY PROVISION CONTAINED IN THIS CERTIFICATE STATUTE, AND ALL RIGHTS CIPHERED UPON THE STOCKHOLDERS HEREIN OR GRANTED SUBJECT TO THIS RESERVATION.

ARTICLE X

THE CORPORATION SHALL HAVE THE POWER TO PURCHASE OR OTHERWISE ACQUIRE DIRECTLY AND/OR THROUGH OWNERSHIP OF STOCK IN ANY CORPORATION, ALL OR ANY PART OF THE BUSINESS, GOODWILL, RIGHTS, PROPERTY ASSETS OR OF ANY INDIVIDUAL, AND TO PAY FOR THE SAME IN CASH WITH THE STOCK OF THIS CORPORATION, BONDS, OR OTHERWISE, AND TO HOLD OR IN THE SAME MANNER DISPOSE OF THE WHOLE OR ANY PART OF THE PROPERTY SO PURCHASED, OR TO CONDUCT IN ANY LAWFUL MANNER THE WHOLE OR ANY PART OF THE BUSINESS SO ACQUIRED, PROVIDED THAT OF THE STATE OF FLORIDA, AND ANY ACTS AMENDATORY THERETO; AND TO EXERCISE ALL THE POWERS NECESSARY OR CONVENIENT ON OR ABOUT THE CONDUCTING AND MANAGEMENT OD SUCH BUSINESS.

TO ENTER INTO GENERAL PARTNERSHIPS, LIMITED PARTNERSHIPS ( WHETHER THE CORPORATION BE A LIMITED OR GENERAL PARTNERSHIP) JOIN VENTURES, SYNDICATES, POLLS, ASSOCIATIONS, AND OTHER ARRANGEMENTS FOR CARRYING ON ONE OR MORE IF THE PURPOSE SET FORTH HEREIN JOINTLY OR IN COMMON WITH OTHERS, SO LONG AS THE CORPORATION WOULD HAVE THE POWER TO DO SO ALONG.

THE UNDERSIGNED, BEING EACH AND ALL OF THE ORIGINAL SUBSCRIBERS TO THE CAPITAL STOCK HEREIN ABOVE NAMED FOR THE PURPOSE OF FORMING A CORPORATION FOR PROFIT TO DO BUSINESS BOTH WITHIN AND WITHOUT THE STATE OF FLORIDA, DO HEREBY MAKE SUBSCRIBE, AND ACKNOWLEDGE AND FILE THIS CERTIFICATE HEREBY DECLARING AND CERTIFYING THAT THE FACTS HEREIN STATED ARE TRUE, AND DO RESPECTIVELY AGREE TO ABIDE BY THE ARTICLES AS HEREIN STATED.

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THE ARTICLES OF INCORPORATION THIS 28TH DAY OF FEBRUARY 2001.

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/ REGISTERED OFFICE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES THE UNDERSIGNED 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.

THE NAME OF THE CORPORATION IS: CERAMIC M & M, INC.

THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

  
ELSA C. GONZALEZ  
14261 SW 25TH TERRACE  
MIAMI, FL. 33175

HAVING 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 OD ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF ANY DUTIES, AND FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.