

**P01000063991**  
McM SYSTEMS AMERICA, INC.  
3800 S. Ocean Drive, Suite 1104, Hollywood, Florida 33019  
(954) 907-9650

June 20, 2001

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

FILED  
01 JUN 25 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE FL 32303

SUBJECT: INCORPORATION OF  
McM SYSTEMS AMERICA, INC.

300004438893--9  
-06/25/01--01069--018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Corporation of McM SYSTEMS AMERICA, INC. and a check for:

<u>  X  </u>	\$70.00	<u>      </u>	\$78.75	<u>      </u>	\$122.50	<u>      </u>	\$131.25
	Filing Fee		Filing Fee & Certificate		Filing Fee & Certified Copy		Filing Fee, Certified Copy & Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Michael Quinn  
Name (Printed or typed)  
  
3800 S. Ocean Drive, Suite 1104  
Address  
  
Hollywood, Florida 33019  
City, State & Zip  
  
(954) 907-9650  
Daytime Telephone Number

6-27-01  
WC

ARTICLES OF INCORPORATION  
OF  
McM SYSTEMS AMERICA, INC.

FILED  
01 JUN 25 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.*

**ARTICLE I - NAME**

The name of the corporation shall be McM SYSTEMS AMERICA, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: 3800 S. Ocean Drive, Suite 1104, Hollywood, Florida 33019

**ARTICLE III - SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares at no par value.

**ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS**

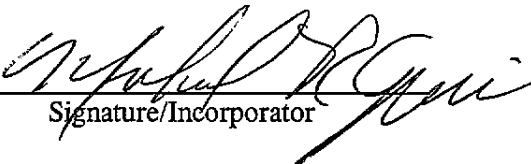
The name and Florida street address of the initial registered agent are: Michael Quinn at 3800 S. Ocean Drive, Suite 1104, Hollywood, Florida 33019.

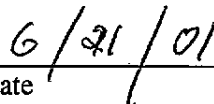
**ARTICLE V - INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation are:  
Michael Quinn at 3800 S. Ocean Drive, Suite 1104, Hollywood, Florida 33019


**ARTICLE VI - DIRECTORS**

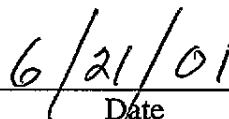
The corporation shall have one (1) director, and the initial director shall be:  
Michael Quinn at 3800 S. Ocean Drive, Suite 1104, Hollywood, Florida 33019

  
\_\_\_\_\_  
Signature/Incorporator

  
\_\_\_\_\_  
Date

*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.*

  
\_\_\_\_\_  
Signature/Registered Agent

  
\_\_\_\_\_  
Date