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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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TALLAHASSEE, FLORIDA

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

1. M & F GRAPHICS & SIGNS, CORP.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

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(Document #)

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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATIONS
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Examiner's Initials

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7/2/01

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

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

ARTICLE I: NAME

The name of the Corporation shall be:

M & F GRAPHICS & SIGNS, CORP.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

1470 NW 29 AVENUE
MIAMI, FLORIDA 33125

ARTICLE III: SHARES

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is:

100/\$1.00

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS.

The name and address of the initial registered agent is:

MIGUEL ARGUELLES
1470 NW 29 AVENUE
MIAMI, FLORIDA 33125

ARTICLE V: INCORPORATOR (S)

The name (s) and street address (es) of the incorporator (s) to these Article of Incorporators is (are).

1.- FERMIN V. GONZALEZ
11757 SW 18TH. STREET # 3
MIAMI, FLORIDA 33175

2.- MIGUEL ARGUELLES
1470 NW 29 AVENUE
MIAMI, FLORIDA 33125

ARTICLE VI: DIRECTOR (S)

The name (s) and street address (es) of the Director (s) to these Articles of Incorporation is (are).

FERMIN V.GONZALEZ-DIRECTOR - MIGUEL ARGUELLES-DIRECTOR
1757 SW 18TH. STREET # 3
MIAMI, FLORIDA 33175

1470 NW 29 AVENUE
MIAMI, FLORIDA 33125

The undersigned incorporators (s) has (have) executed these Articles of Incorporation this 23, JUNE 2001.



Signature



Signature

Signature

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submit the following statement designating the Registered Office/Registered Agent in the State of Florida.

1.- The name of the Corporation is:

M & F GRAPHICS & SIGNS, CORP.

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

NAME: MIGUEL ARGUELLES

ADDRESS (P.O.BOX Not Acceptable):

1470 NW 29 AVENUE

CITY/STATE/ZIP:

MIAMI, FLORIDA 33125

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 appointments 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, an I am familiar with and accept the obligations of my position as Registered Agent.

Signature: _____



Date: 06/23/2001