

PO10000f2889
TRANSMITTAL LETTER

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

200004514392--0
-08/03/01--01072--019
*****87.50 *****87.50

SUBJECT: Resonance, Inc.
MTA Investments, Inc
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: LINO MARIN
Name (Printed or typed)
6431 SW 44 ST
Address
Miami, FLA. 33155
City, State & Zip
(305) 219-8396
Daytime Telephone number

01 AUG 22 PM 12:19
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

PS 8/8/07
PS 8/22/07



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 8, 2001

LINO MARIN
6431 SW 44 ST
MIAMI, FL 33155

SUBJECT: M&A INVESTMENTS, INC
Ref. Number: W01000018320

We have received your document for M&A INVESTMENTS, INC and check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 245-6915.

Pamela Smith
Document Specialist
New Filings Section

Letter Number: 301A00045576

FILED

01 AUG 22 PM 12:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

M&A RESTORATION, INC

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby for a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE I - NAME

The name of the Corporation is **M&A RESTORATION, INC**, (hereinafter, Corporation").

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 6431 SW 44 Street Miami, FL 33155, and the mailing address is the same.

ARTICLE III – PURPOSE OF CORPORATION

This corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV – OFFICERS

The Officers of the Corporation Shall be:

President	Aldo Romero
Vice President	Lino Marin
Secretary	Amanda Lara
Treasurer	Aldo Romero

ARTICLE V - DIRECTOR(S)

The Director(s) of the Corporation shall be:
Lino Marin

ARTICLE VI - CORPORATE CAPITALIZATION

VI-1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

VI-2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance

VI-3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

VI-4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any un-issued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE VII- SUB-CHAPTER-S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

VII-1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

VII-2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

VII-3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred is such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE VIII - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE IX - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE X- TERM OF EXISTENCE

This Corporation shall have perpetual existence

ARTICLE XI

The Corporation, to the extent permitted by law, shall be entitled to treat the person in who's name any share or right is registered on the books of the Corporation as the owner thereto for all purposes, and except as maybe agreed in the writing by the corporation, the Corporation shall not be found to recognize any equitable or other claim, or interested in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE XII - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE XIII - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida,

ARTICLE XIV- AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal ally provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner nor or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

ARTICLE XV- REGISTERED AGENT

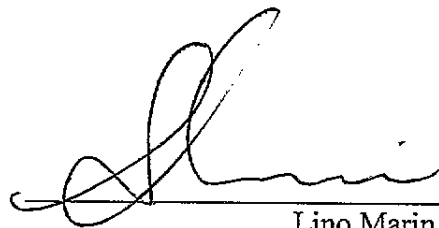
The name and address of the registered agent of this Corporation is **Lino Marin, 6431 SW 44 Street, Miami FL, 33155**

ARTICLE XVI- INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Lino Marin
6431 SW 44th Street
Miami, Florida 33155


IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 13th day of August 2001.


Lino Marin, Incorporator

Aug 17, 2001
Date

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Lino Marin, having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.


Lino Marin

Aug 17, 2001
Date

FILED
01 AUG 22 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA