

P02000008730

TRANSMITTAL LETTER

EFFECTIVE DATE

1-10-02

FILED

02 JAN 17 PM 12:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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-01/17/02--01037--018
*****78.75 *****78.75

SUBJECT: S & M Industries, 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: S & M Industries, Inc.
Name (Printed or typed)

8240 SW 41st Street
Address

Miami, Florida 33155
City, State & Zip

(786) 251-2757
Daytime Telephone number

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

Stephen Martin GAVE
AUTHORIZATION BY PHONE TO
CORRECT Art. III
DATE 1/15/02
DOC. EXAM Donna Brown

QB 1/25

**ARTICLES OF INCORPORATION
OF
S & M Industries, Inc.**

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is S & M Industries, Inc.

ARTICLE II

The corporation may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The corporation shall have all of the power vested in a corporation organized under and existing by virtue of the laws of the United States of America and the State of Florida.

ARTICLE III

The maximum number of shares of stock, which the corporation is authorized to issue and have outstanding at any one time, is one.

ARTICLE IV

The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE V

The street address of the initial office of the corporation is 8240 SW 41st Street, Miami, Florida 33155. The street address of the initial registered office of this corporation is 8240 SW 41st Street, Miami, Florida 33155 and the name of the initial registered agent of this corporation at the address is Stephen R. Martin.

ARTICLE VI

The corporation shall have two directors, initially. The number of directors may be increased or diminished from time to time pursuant to the Bylaws of the corporation, but shall not be less than one nor more than seven.

ARTICLE VII

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The names and street address of the members of the Board of Directors of the corporation who shall hold office for the first year of the corporation's existence or until successors are elected and has qualified are:

<u>Name</u>	<u>Address</u>
Stephen R. Martin	8240 SW 41 st Street Miami, Florida 33155
Marilyn Martin	8240 SW 41 st Street Miami, Florida 33155

ARTICLE VIII

Members of the Board of directors or of any Executive Committee thereof shall be deemed present at a meeting of such Board or committee if a conference telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other at the same time, is used.

ARTICLE IX

A director shall not be prohibited or disqualified from voting on any issue, at any time, by reason of the fact that the issue under consideration may involve such director personally, directly or indirectly, or that it may involve any person, firm, corporation or other entity in which such a direct or indirect interest.

ARTICLE X

The names and street address of the incorporators signing these articles is:

<u>Name</u>	<u>Address</u>
Stephen R. Martin	8240 SW 41 st Street Miami, Florida 33155
Marilyn Martin	8240 SW 41 st Street Miami, Florida 33155

ARTICLE XI

The directors shall adopt the initial bylaws of this corporation. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the boards of directors.

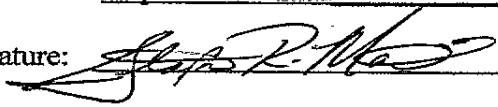
Nevertheless, the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE XII

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any such right conferred upon the shareholders is subject to this reservation.

EXECUTED at 1050 NE 25th St, Florida, this 10th day of January, 2002.
Miami, FL 33179

Print Name: Stephen R. Martin

Signature: 

STATE OF FLORIDA)
COUNTY OF DADE)SS:

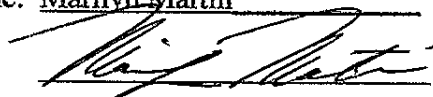
BEFORE ME, the undersigned authority, personally appeared Stephen R. Martin to me personally known to be the person who subscribed to the foregoing Articles of Incorporation of S & M Industries, Inc., acknowledged that he freely and voluntarily executed the said Articles of Incorporation for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me on the 10th day of January, 2002.



Francine Hanna
Notary Public, STATE OF FLORIDA
My Commission Expires: May 13, 2003

Print Name: Marilyn Martin

Signature: 

BEFORE ME, the undersigned authority, personally appeared Marilyn Martin to me personally known to be the person who subscribed to the foregoing Articles of Incorporation of S & M Industries, Inc., acknowledged that he freely and voluntarily executed the said Articles of Incorporation for the purposes therein expressed.


SWORN TO AND SUBSCRIBED before me on the 10th day of January, 2002.



Francine Hanna
Notary Public, STATE OF FLORIDA
My Commission Expires: May 13, 2003


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Signature/Registered Agent

1-10-02
Date



Signature/Incorporator

1-10-02
Date