

P02000045337

Kirk A. Barrow
Attorney at Law
3500 N. State Road 7
Suite 201
Lauderdale Lakes, FL 33319

Kirk A. Barrow +
Alesia A. Stewart *
Keste Miller/ Of Counsel
+ Also admitted to GA, DC, MD, & JAM Bar

Tel. (954) 484-6668
Fax (954) 484-6712
Ja. Tel. (876)924-9013

April 1, 2002

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

700005313907--0
-04/22/02--01086--002
*****78.50 *****78.50


**Re: Registration of Articles of Incorporation
M & M Agro International, inc.**

Dear Sir:

Please find enclosed Articles of Incorporation for M & M Agro International, Inc., along with a check in the amount of \$78.50, for filing fees, Registered Agent fee and fee for certified copy of filed document.

If you have any questions, please contact the undersigned. We appreciate your assistance in this matter.

Sincerely,


Kirk A. Barrow, Esquire

KAB/tag

Encl. (2)

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 APR 22 PM 12:40

24 4/25

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 APR 22 PM 12:40

ARTICLES OF INCORPORATION
OF

M & M AGRO INTERNATIONAL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. CORPORATIVE NAME.

The name of this corporation is :

M & M AGRO INTERNATIONAL, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business is 2115 Northwest 79th Avenue, Miami, FL 33126, and the mailing address of the corporation is 2115 Northwest 79th Avenue, Miami, FL 33126.

ARTICLE III. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent is Kirk A. Barrow, 3500 N. State Road 7, Suite 201, Lauderdale Lakes, FL 33319.

ARTICLE IV. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE V. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE VI. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the directions of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have Three (3) Directors, initially. The method of election of the directors shall be governed by the bylaws. The name and address of the initial members of the Board of Directors are:

Michel Marcel	President	2115 Northwest 79th Avenue, Miami, FL 33126
Valerie Marcel	Vice President	2115 Northwest 79th Avenue, Miami, FL 33126
Daphnee Mattieu	Secretary/Treasurer	2115 Northwest 79th Avenue, Miami, FL 33126

ARTICLE VIII. INCORPORATORS.

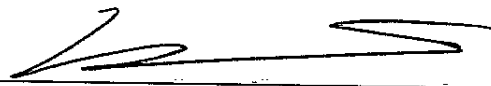
The name and street address of the incorporator of these articles of incorporation is :

Kirk A. Barrow, Esq.
3500 N. State Road 7, Suite 201
Lauderdale Lakes, FL 33319

The undersigned incorporator has executed these Article of Incorporation on April 1, 2002.


Incorporator
Its Agent, Kirk A. Barrow

Kirk A. Barrow, Esq. Attorney at Law, authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By : 
Its Agent, Kirk A. Barrow, Esq.
Authorized Representative