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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

w04-4016
gpc/ljg



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

January 29, 2004

JOHN M. LAWRENCE, JR.
P.O. BOX 941477
MAITLAND, FL 32794

SUBJECT: M & C, INC.
Ref. Number: W04000004016

We have received your document for M & C, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(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.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum
Document Specialist
New Filings Section

Letter Number: 804A00006226

John M. Lawrence, Jr.

Attorney at Law

P. O. Box 941477
Maitland, FL 32794
(407) 983-6251

March 22, 2004

Department of State
Division of Corporations
Attn: Alan Crum
P. O. Box 6327
Tallahassee, FL 32314

Subject: EMACM Investments, Inc.
previously submitted as M & C, Inc.

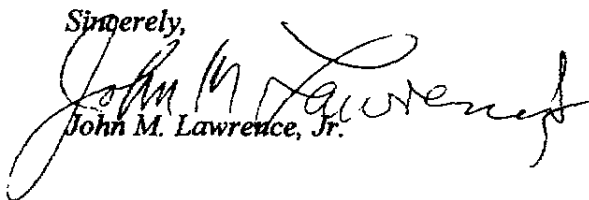
Gentlemen:

Enclosed are an original and one (1) copy of the articles of incorporation for the above named corporation in lieu of that previously submitted.

I am also enclosing a copy of your letter dated January 29, 2004 that will explain further. Please apply the \$87.50 previously sent to this filing.

Please return the certificate and certified copy to Mr. John M. Lawrence, Jr., P. O. Box 941477, Maitland, FL 32794.

Sincerely,


John M. Lawrence, Jr.

RECEIVED
04 MAR 24 PM 3:28
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

ARTICLES OF INCORPORATION
OF
EMACM INVESTMENTS, INC.

FILED
04 MAR 25 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is EMACM Investments, Inc. and its principal place of business shall be located at 2262 Babbitt Avenue, Orlando, FL 32833.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for this purpose of transaction any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue three hundred (300) shares of common stock at One Dollar (\$1.00) par value, which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new shares of stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at a price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2262 Babbitt Avenue, Orlando, FL 32833 and the name of the initial register agent of this corporation at that address is Crisanto Mercado.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have three (3) directors, who shall serve until their successors shall be elected at the first meeting of the stockholders and thereafter this corporation shall have no less than three (3) directors constituting the Board of Directors.

The number of directors may either be increased or decreased from time to time by the Bylaws. The names and addresses of the initial directors are as follows:

Name	Address
Erwin B. Acosta	5314 Bamboo Court Orlando, FL 32827
Crisanto Mercado	2262 Babbitt Avenue Orlando, FL 32833
Imelda Mercado	2262 Babbitt Avenue Orlando, FL 32833

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

Name	Address
President: Emmanuel G. Acosta	5314 Bamboo Court Orlando, FL 32827
Vice-President: Crisanto Mercado	2262 Babbitt Avenue Orlando, FL 32833
Secretary: Erwin G. Acosta	5314 Bamboo Court Orlando, FL 32827
Treasurer: Imelda Mercado	2262 Babbitt Avenue Orlando, FL 32833

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is Crisanto Mercado, 2262 Babbitt Avenue, Orlando, FL 32833.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify and officer or director, or any former officer or director, to the full extent permitted by law. No officer or director shall be personally

liable for monetary damages to the corporation or to any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his or her duties as a an officer or director as provided in Section 607.0831, Florida Statutes (1991) as amended.


ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred on the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

ARTICLE XII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of March, 2004.



Crisanto Mercado
Incorporator

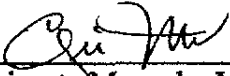
**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That EMACM Investments, Inc. desiring to organize or qualify under the laws of the State of Florida, has named Crisanto Mercado, 2262 Babbitt Avenue, Orlando, FL 32833, as its agent to accept service of process within Florida.

Dated March 21, 2004

EMACM Investments, Inc.


by 
Crisanto Mercado, Vice President

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04 MAR 25 AM 10:11
CLERK OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

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 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.

Dated March 21, 2004


Crisanto Mercado
Registered Agent