

**Electronic Articles of Incorporation
For**

P04000084340
FILED
May 27, 2004
Sec. Of State
jshivers

MEMACD INC

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

Article I

The name of the corporation is:

MEMACD INC

Article II

The principal place of business address:

3162 NW 90TH ST
MIAMI, FL. 33147

The mailing address of the corporation is:

3162 NW 90TH ST
MIAMI, FL. 33147

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

2000 SHARES ISSUED @ .01 PAR VALUE

Article V

The name and Florida street address of the registered agent is:

MARITZA MACDONALD
3162 NW 90TH ST
MIAMI, FL. 33147

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MARITZA MACDONALD

Article VI

The name and address of the incorporator is:

KERRY WALSH
35 CARLETON AVE.
ISLIP TERRACE, NY 11752

Incorporator Signature: KERRY WALSH

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P/S
MARITZA MACDONALD
3162 NW 90TH STREET
MIAMI, FL. 33147

Title: VP/D
MICHAEL E MACDONALD
3162 NW 90TH ST
MIAMI, FL. 33147

Title: T/D
CELESTINA MACDONALD
900 NW 90TH STREET
MIAMI, FL. 33147