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#### LAW OFFICES OF

### Lorenzo Ramunno, ESQ

ATTORNEY & COUNSELOR AT LAW

Loren Ramunno, Esq. Member Bar N.Y. & FLA. Shops of Jasmine #200 6158 S. W. Hwy. 200 P.O. Box 771313 OCALA, Fl. 34477-1313 (352) 854-5570 (352) 854-9267 Fax

October 6, 2004

Department of State Division of Corporation Filings 409 E. Gaines Street Tallahassee, Fl. 32399

Department of State Division of Corporation Filings P.O. Box 6327 Tallahassee, Fl. 32314

RE: FSMM, INC

Dear Sir;

Enclosed herein is an original and two copies of the articles of incorporation of the above named corporation.

Also enclosed is our filing fee of \$87.50 to include copy of certification.

Kindly return the stamped copy as evidence of filing to the Corporation to this office.

Thank You.

Sincerely, LORENZO RAMUNNO, J.D.

Lorenzo Ramunno, Esq.

APPROVED AND FILED

## ARTICLES OF INCORPORATION OF FSMM, INC.

04 OCT -8 PM 2: 02 SECRETARY OF STATE TALLAHASSEE, FT OPIDA

#### **ARTICLE I. NAME**

The name of this corporation shall be FSMM, INC.

#### **ARTICLE II. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Division of Corporations. This corporation's duration shall be perpetual.

#### ARTICLE III. PURPOSE

This corporation is being organized for the purpose of General Business engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

#### ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 300 no par value par value shares of common capital stock.

#### **ARTICLE V. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

#### ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the

purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be ONE. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than two.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

JOSEPH A. MALARA 1919 SW 27<sup>th</sup> AVE. Ocala, Fl. 34474

#### **ARTICLE VIII. INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

#### ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 1919 SW 27<sup>th</sup> Avenue, Ocala, Fl. 34474

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Joseph A. Malara

#### ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: Joseph A. Malara, 1919 SW 27<sup>th</sup> Avenue, Ocala, Fl. 34474

#### ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Joseph A. Malara - Incorporator

State Of Florida County Of Marion Laurie Luzarraga Commission # DD223087 Expires: June 15, 2007 Bonded Thru Atlantic Bonding Co., Inc.

On October 5, 2004, Joseph A. Malara, designated above as the individual who shall serve as the incorporator, who is personally known to me, or produced a driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles of Incorporation of FSMM, INC.

I hereby accept my designation as resident agent and agree to serve as the resident agent of FSMM, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for FSMM, INC.

Joseph A. Malara - Registered Agent

State Of Florida County Of Marion

Notary Public State of Florida

Laurie Luzarraga
Commission # DD223087
Expires: June 15, 2007
Bonded Thus, Inc.
Hantic Bonding Co., Inc.