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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

MAXWELL RAND MANAGEMENT SERVICES, INC.

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| Certificate of Status | 0 |
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**ARTICLES OF INCORPORATION
OF
MAXWELL RAND MANAGEMENT SERVICES, INC.**

The undersigned, being a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be: MAXWELL RAND MANAGEMENT SERVICES, INC.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 2821 East Commercial Boulevard, Suite 201, Fort Lauderdale, Florida 33308.

**ARTICLE III
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be One Hundred Million (100,000,000) shares of common stock, par value \$.0001 per share, and One Hundred Million (100,000,000) shares of preferred stock, par value \$.0001 per share. Series of preferred stock may be created and issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional, or other rights, including voting rights, qualifications, limitations, or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such series of preferred stock as adopted by the Board of Directors pursuant to the authority in this paragraph given.

**ARTICLE V
TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE VI
REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA**

The name of the registered agent is Ahmad Moradi, and the street address of the initial registered office of this Corporation in Florida is, 2821 East Commercial Boulevard, Suite 201, Ft. Lauderdale, FL 33308.

**ARTICLE VII
BOARD OF DIRECTORS**

This Corporation shall have one (1) director initially.

**ARTICLE VIII
INITIAL DIRECTORS**

The name and address of the initial director of this Corporation is:

Ahmad Moradi
2821 East Commercial Boulevard, Suite 201
Fort Lauderdale, Florida 33308.

The person named as initial director shall hold office for the first year of existence of this Corporation, or until his successor is elected or appointed and have qualified, whichever occurs first.

**ARTICLE IX
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the Incorporator is Ahmad Moradi, 2821 East Commercial Boulevard, Suite 201, Ft. Lauderdale, FL 33308.

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ARTICLE X INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

ARTICLE XI AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

ARTICLE XII CONTROL SHARE ACQUISITIONS

This Corporation expressly elects to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on this 20th day of December 2004.


Ahmad Moradi, Incorporator

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS**

MAXWELL RAND MANAGEMENT SERVICES, INC., a corporation existing under the laws of the State of Florida, with its principal office and mailing address 2821 East Commercial Boulevard, Suite 201, Fort Lauderdale, Florida, has named Ahmad Moradi with his address at 2821 East Commercial Boulevard, Suite 201, Ft. Lauderdale, FL 33308, as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above-named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.


Ahmad Moradi

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