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Mario A. Estabell
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## ARTICLES OF INCORPORATION

The undersigned, for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State providing for the formation, liability, rights, privileges and immunities of a Corporation for profit, adopts the following Articles of Incorporation.

#### **ARTICLE I**

#### **CORPORATE NAME**

The name of this Corporation shall be **MARKETING & ADVERTISING CONSULTANTS**, **INC.**, hereinafter referred to as the Corporation.

#### ARTICLE II

#### NATURE OF CORPORATE BUSINESS

The general nature of the business and object and purposes proposed to be transacted, promoted or carried on are to engage in any activity or business permitted under the laws of the United States and of the State of Florida for Marketing & Advertising.

#### **ARTICLE III**

#### CAPITAL STOCK

The amount of total authorized capital stock of the Corporation shall be <u>ONE THOUSAND</u> (1,000) shares of common stock of <u>ONE DOLLAR (\$ 1.00)</u> par value.

The whole or any part of the capital stock of the Corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the Shareholders.

#### ARTICLE IV

#### AMOUNT OF CAPITAL WITH WHICH TO BEGIN BUSINESS

The amount of capital with which the Corporation shall begin business shall be not less than **ONE HUNDRED DOLLARS (\$100.00)**.

ARTICLES OF INCORPORATION
 MARKETING & ADVERTISING CONSULTANTS, INC.

#### ARTICLE V

#### CORPORATE EXISTENCE

The Corporation shall have perpetual existence. The existence of this Corporation shall begin at the time of filing of these Articles of Incorporation by the State of Florida.

#### **ARTICLE VI**

#### PRINCIPAL OFFICE AND REGISTERED AGENT

The principal place of business of this Corporation shall be at:

10564 NW 51st, Terrace, MIAMI, FLORIDA 33178-3210

The Board of Directors may from time to time move the principal office of this Corporation to any other address in Florida. The Resident Agent for service shall be:

MARIO A. ESTABIL 10564 NW 51st, Terrace, MIAMI, FLORIDA 33178-3210

#### ARTICLE VII

#### **DIRECTORS**

This Corporation shall have **ONE** Director initially. The number of Directors may be increased, or diminished, from time to time, by By-Laws adopted by the Stockholders.

#### **ARTICLE VIII**

#### FIRST BOARD OF DIRECTORS

The names, titles and post office addresses of the Officers, all of whom constitute the first Board of Directors, are as follows:

NAME TITLE
MARIO A. ESTABIL PRESIDENT/SECRETARY/TREASURY
10564 NW 51st, Terrace, MIAMI, FLORIDA 33178-3210

### . ARTICLES OF INCORPORATION MARKETING & ADVERTISING CONSULTANTS, INC.

#### **ARTICLE IX**

#### **SUBSCRIBER**

The name and address of the subscriber of these Articles of Incorporation is as follows:

#### MARIO A. ESTABIL 10564 NW 51st, Terrace, MIAMI, FLORIDA 33178-3210

#### **ARTICLE X**

#### **AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approve at a stockholders meeting by a majority of the stock entitled to vote thereon.

#### ARTICLE XI

#### **STOCKS**

The Stocks of this Corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code, so that the stockholders of the Corporation may receive the benefits provided thereunder.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5<sup>th</sup> day of May, 2005.

ARTICLES OF INCORPORATION
 MARKETING & ADVERTISING CONSULTANTS, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT MARKETING & ADVERTISING CONSULTANTS, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF **MIAMI**, STATE OF **FLORIDA**, HAS NAMED **MARIO A. ESTABIL**, LOCATED AT <u>10564 NW 51<sup>st</sup> TERRACE</u>, <u>MIAMI</u>, <u>FLORIDA 33178-3210</u> AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

TITLE President

DATE May 5th 2005

HAVING BEEN NAMED 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, AND I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE\_\_\_\_

RESIDENT AGENT)

DATE May 5th 200