

79500023731

FERNAND LAMOTHE  
COMPTABLE AGREE  
CHARTERED ACCOUNTANT  
721 S.E. 17 TH STREET, SUITE II,  
FORT LAUDERDALE FL 33316

OFFICE USE ONLY

100001427361  
-03/13/95--01016--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Mr. Promotion & Management Consultant Inc.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

FILED  
95 MAR 24 AM 8:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

T. BROWN MAR 24 1995

Examiner's Initials

**Fernand Lamothe**

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**COMPTABLE AGRÉÉ  
CHARTERED ACCOUNTANT**

**FORT LAUDERDALE**

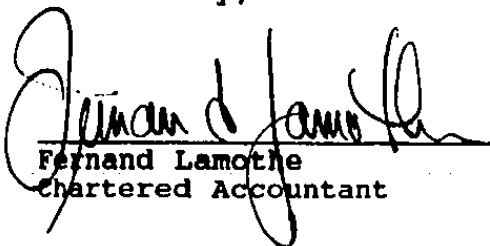
**March 20 , 1995**

**FLORIDA DEPARTMENT OF STATE  
Att: Teresa Brown  
Division of Corporations  
P.O. BOX 6327  
Tallahassee,  
Florida, 32314**

**SUBJECT:MR. PROMOTION & MANAGEMENT CONSULTANT INC.  
Ref. Number: W98000005553**

**You will find a new form in replacement and for complet your file.  
I am sorry for this mistake.If you have any question concerning  
this file you can rich me to (305) 768-9548.**

**Yours truly,**

  
**Fernand Lamothe  
Chartered Accountant**



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 13, 1995

FERNAND LAMOTHE  
721 S.E. 17TH STREET  
SUITE B  
FORT LAUDERDALE, FL 33316

SUBJECT: MR. PROMOTION & MANAGEMENT CONSULTANT INC.  
Ref. Number: W95000005553

We have received your document for MR. PROMOTION & MANAGEMENT CONSULTANT INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return 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 (904) 487-6932.

Teresa Brown  
Corporate Specialist

Letter Number: 695A00011141

**ARTICLES OF INCORPORATION**

**OF**

**MR. Promotion & Management Consultant Inc.**

The undersigned subscribers to these Articles of Incorporation, natural persons, competent to contract hereby form a Corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation is:

**MR. Promotion & Management Consultant Inc.**

**ARTICLE II**

The general nature of the business to be transacted by this Corporation is:  
The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida and of the State of Florida.

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95 MAR 24 AM 8:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### **ARTICLE III**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is :

- One hundred thousand (100 000) Shares of common stock class "A", having a par value of one (\$1.00) dollar per share.
  
- One hundred thousand (100 000) shares of preferred stock class "B". The holder of class "B" shares shall have the right to vote at all meeting of the shareholders of the corporation ,each share confer one (1) vote but he will not have the right to participate in the property , profits and surplus asset of the corporation. The holder of class "B" share shall have the right to receive, prior to holder of class "A" and "C" shares , out of the funds applicable to the payment of dividends, as and when such dividends are declared, a yearly, preferential, non-cumulative dividend of twelve per cent (12%) per year on the redemption value of class "B". The company may , when it deems advisable to do so , without notice and without taking into account the other classes of shares , purchase all or of the outstanding class "B" shares. Each share has a par value of one (\$1.00) dollar .

### **ARTICLE III (continued)**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is :

- One hundred thousand (100 000) shares of preferred stock class "C". The holder of class "C" shares shall not have the right to vote at any meeting of the shareholders of the corporation and he shall not have the right to participate in the property , profits and surplus asset of the corporation and he will not have the right to participate in the property , profits and surplus asset of the corporation. The holder of class "C" share shall have the right to receive, prior on to holder of class "A" shares only, out of the funds applicable to the payment of dividends, as and when such dividends are declared, a yearly, preferential, non-cumulative dividend of twelve per cent (12%) per year on the redemption value of class "C". The company may , when it deems advisable to do so , without notice and without taking into account the other classes of shares , purchase all or of the outstanding class "C" shares. Each share has a par value of one (\$1.00) dollar .

### **ARTICLE IV**

The amount of capital with which this Corporation will begin business is one hundred (\$100.00) dollars.

#### **ARTICLE V**

The initial post office address of the principal office of this Corporation in the state of Florida is:

1010 South Federal Highway  
Suite 103  
Hollywood, Florida  
33020

#### **ARTICLE VI**

The initial registered Resident Agent for the Corporation and the initial address of the registered Resident Agent is:

FERNAND LAMOTHE  
721 S.E. 17<sup>th</sup> Street  
Suite B,  
Fort Lauderdale, Florida  
33316

#### **ARTICLE VII**

The stockholders may from time to time move the principal office of this corporation to any other address .

#### **ARTICLE VIII**

This corporation shall have two (2) directors initially, but the number of directors may be increased from time to time, by By-Laws adopted by the stockholders but shall not be less than one (1).

## **ARTICLE IX**

The name and post office address of the first Board of Director and Officer is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>OFFICE</u></b>
André Martel	1010 South Federal Hwy. Suite 103, Hollywood , Florida 33020	President/Director
Lillane Roy	1010 South Federal Hwy. Suite 103, Hollywood, Florida 33020	Secretary/ Director

## **ARTICLE X**

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



**ARTICLE XI**

The name and address of the incorporator to these Articles of Incorporation

is:

André Martel  
1010 South Federal Hwy.  
Suite 103,  
Hollywood, Florida  
33020

  
André Martel

STATE OF FLORIDA)

SS

COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared

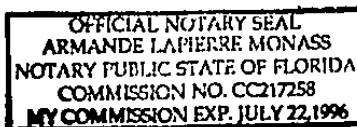
ANDRÉ MARTEL

to me know to be person who subscribed to the foregoing articles of incorporation, and he acknowledged before me that he did subscribe thereto for the use and purpose herein mentioned and set forth.

WITNESS my hand and official seal in the County and State above set forth this 6<sup>th</sup> day of March, 1995.

  
NOTARY PUBLIC

I.D. # M634-000-57-065-0



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

**FILED**  
**95 MAR 24 AM 8:16**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

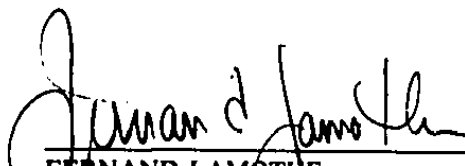
**IN COMPLIANCE WITH SECTION 607.24, OF THE FLORIDA  
STATUTES THE FOLLOWING IS SUBMITTED:**

**FIRST - that MR. Promotion & Management Consultant Inc. desiring to  
organize or qualify under the laws of the State of Florida, with its principal place  
of business at city of Fort Lauderdale, STATE OF FLORIDA, has named  
FERNAND LAMOTHE, who is located at 721 S.E. 17<sup>th</sup> Street, Suite "B", City of  
Fort Lauderdale, (33316) , State of Florida, as its agent to accept service of process  
within Florida.**

  
**ANDRÉ MARTEL , PRESIDENT**

**Date: March 6, 1995**

**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 the provisions of all  
statutes relative to the proper and complete performance of my duties.**

  
**FERNAND LAMOTHE**  
**Registered Agent**

**Date: March 6, 1995**

# P95000023731

FERNAND LAMOTHE C.A.  
721 S.E. 17 TH STREET  
SUITE B.  
FORT LAUDERDALE FL 33310

OFFICE USE ONLY

FILED  
95 MAY 30 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) 8000001502238  
-05/31/95--01077--014  
\*\*\*\*\*35.00 \*\*\*\*\*35.00
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Amend  
6/13  
JB

Examiner's Initials

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

**FILED**  
95 MAY 30 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MR. PROMOTION & MANAGEMENT CONSULTANT INC.

(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE III BEING AMENDED

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

**THIRD:** The date of each amendment's adoption: APRIL 07 , 1995.

**FOURTH:** Adoption of Amendment(s) (check one)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_."  
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

### **ARTICLE III**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is :

- One hundred thousand (100 000) Shares of common stock class "A", having a par value of one (\$1.00) dollar per share.

Signed this 07 day of APRIL, 19 95.

Signature *Andre Martel*  
(By the Chairman or Vice Chairman of the Board of Directors,  
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an Incorporator if adopted by the incorporators)

ANDRE MARTEL

Typed or printed name

PRESIDENT

Title