

P9500031266

Jose Baptista
5200 NW 31 Street
Ft Lauderdale, FL 33309

FILED
95 APR 17 AM 9:18
CLERK OF THE STATE
TALLAHASSEE, FLORIDA

Corporate Records
Florida Department of State
P.O. 6327
Tallahassee, FL 32314

March 31, 1995

Re: J & M Group Inc., Article of Incorporate

Dear State Official

Enclosed please find a check in the amount of \$122.50 to cover the filing fee for the Article of Incorporation for J & M Group Inc.

Please return a certified copy to me at the address shown above. My phone number, should you need is 305 974 6400.

Thank you,

Jose Baptista

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BROWN APR 21 1995

ARTICLES OF INCORPORATION
OF
J & M GROUP INC.

FILED
95 APR 17 AM 9:19
CLERK OF DISTRICT COURT
MIAMI, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be **J & M GROUP INC.**, initial address of this corporation shall be 5200 NW 31st Ave, Ft Lauderdale, FL 33309

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of FLORIDA.

ARTICLE III

Number of Shares	Par Value	Class of
Authorized	Per Share	Stock
500	\$ 1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be at 5200 NW 31st Ave, Ft Lauderdale, FL 33309 with the privilege of having its offices and branch offices at other places within or

without the State of Florida. The initial registered agent at that address shall be JOSE BAPTISTA.

ARTICLE VI

This corporation shall have at least 1 directors initially, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereof, determine that the corporation be managed by the stockholders.

ARTICLE VII

The names and addresses of the first director of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified shall be:

Jose Baptista
5200 NW 31st Ave
Ft Lauderdale, FL 33309

ARTICLE VIII

The name and address of the Incorporator is 5200 NW 31st Ave, Ft Lauderdale, FL 33309

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

ARTICLE XI

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 31st day of March, 1995.

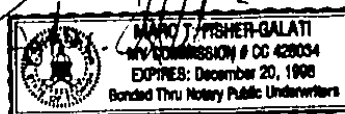

Jose Baptist
Incorporator

STATE OF FLORIDA) SS
COUNTY OF BROWARD)

On this 12th day of APRIL, 1995, before me,
personally appeared JOSE BAPTISTA known to me
to be the person whose name is subscribed to the within
instrument, and acknowledged that he executed the same for the
purpose therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and
seal.





STATE OF FLORIDA)

) ss:

COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared JOSE BAPTISTA known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 31st day of March 1995.

✓

Notary Public

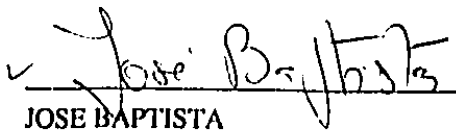
My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OR PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with the laws of FLORIDA, the following is submitted:

First, that J & M GROUP INC. desiring to organize under the laws of the State of FLORIDA, has named JOSE BAPTISTA, 5200 NW 31st Ave, Ft Lauderdale, FL 33309, County of BROWARD, State of FLORIDA, as its statutory Registered Agent.

Having been named the statutory Registered Agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of FLORIDA law relative to keeping the registered office open, and I accept the obligations of Section 607.325 F.S.



JOSE BAPTISTA

Registered Agent

Dated: this 31st day of March, 1995

STATE OF FLORIDA) SS
COUNTY OF BROWARD)

On this 12th day of APRIL 1995, before me,
personally appeared JOSE BAPTISTA known to me
to be the person whose name is subscribed to the within
document, and acknowledged that he executed the same for the
purpose therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and
seal.



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BROWARD COUNTY, FLORIDA