

1950003366

Charter Number Only

4-28-95

Robert LEDerman

Requestor's Name

1570 MADRUGA AVE #311

Address

Coral Gables FL 33146

City

State

ZIP

Phone

6666-2288

VALIDATION ONLY

600001469096
-05/01/95--01044--006
****122.50 ****122.50

CORPORATION(S) NAME

M E R INTERNATIONAL CORP



EMPIRE Toll Free: 1-800-432-3028

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

5/1/95

TD

Member:
Florida Bar
New York Bar

Law Offices
Robert Lederman, Esquire
Suite 311
1570 Madruga Avenue
Coral Gables, Florida 33146

TELEPHONE: (305) 666-2288
FACSIMILE: (305) 661-9982
TALLAHASSEE, FLORIDA
APR 28 1995

April 28, 1995

Division of Corporations
P.O. Box 6327
Tallahassee, Florida
32314

Re: Incorporation of
M & R International, Corp.

Gentlemen:

Enclosed herein you will find the following items with respect to the incorporation of the above named corporation:

1. Original and one copy of the Articles of Incorporation.
2. Original and one copy of the Acceptance of Designation of Registered Agent.
3. Check, in the amount of \$122.50 payable to the Secretary of State.

Upon your receipt of the enclosed items, I ask that you process the incorporation of the above named corporation. Please certify the enclosed copy of the Articles and return them to the agent of Empire Corporate Kit Co. who is delivering these papers to you on my behalf.

Thank you for your attention to this matter.

Sincerely,



Robert Lederman, Esquire

RL:me
encl.

ARTICLES OF INCORPORATION

ARTICLE ONE

NAME

The name of this corporation shall be M & R International Corp.

ARTICLE TWO

TERM OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved, in accordance with the laws of the State of Florida. Corporate existence shall commence upon the filing of these Articles with the Secretary of State.

ARTICLE THREE

PURPOSE

The corporation is being formed to engage in the business of the retail sale of shoes and to carry on such business activities as are ancillary and incidental to the aforesaid, and to conduct such other activities permitted under the laws of the United States of America and the laws of the State of Florida.

95 MAY -1 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE FOUR

CAPITAL STOCK

The capital stock of this corporation shall consist of 7,500 shares of common stock with a par value of \$1.00 per share.

ARTICLE FIVE

DIRECTORS

The number of Directors will not be less than one. The name and address of the first Director of this corporation is **ALMIR AMIR**, 3407 Main Highway, Coconut Grove, Florida, 33133.

ARTICLE SIX

PRINCIPAL OFFICE

The initial address of the principal office of the corporation is 3407 Main Highway, Coconut Grove, Florida, 33133.

ARTICLE SEVEN

INCORPORATOR

The name and address of the person signing these Articles as an incorporator is **ALMIR AMIR**, 3407 Main Highway, Coconut Grove, Florida, 33133.

ARTICLE EIGHT

INITIAL REGISTERED AGENT AND OFFICE

The name of this corporation's initial registered agent and the street address of its initial registered office is **ALMIR AMIR**, 3407 Main Highway, Coconut Grove, Florida, 33133.

ARTICLE NINE

AMENDMENT

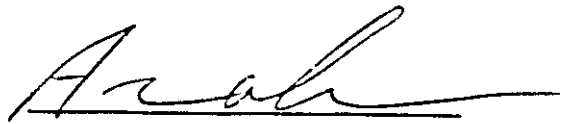
The Articles of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

ARTICLE TEN

INDEMNIFICATION

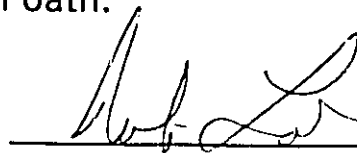
This corporation shall indemnify any and all of its Directors or Officers, or former Directors or Officers, to the maximum extent permissible by law in connection with any action, suit or proceeding, whether civil, criminal, administrative, or investigative (and any appeals thereof) to which any such person or his legal representative shall be made a party. The foregoing right of indemnification shall not be exclusive of any other rights to which any such person may be entitled as a matter of law or which may be lawfully granted to him.

IN WITNESS WHEREOF, the undersigned has made,
subscribed and acknowledged these Articles of Incorporation on
this 24 day of April, 1995.

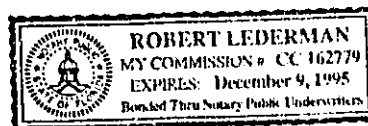

Almir Amir

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me on
this 24 day of April, 1995, by ALMIR AMIR, who is personally
known to me or who has produced a Florida driver's license as
identification and who did take an oath.


Notary Public
Print Name: ROBERT LEDERMAN

my commission expires:



ACCEPTANCE OF DESIGNATION
OF
REGISTERED AGENT


SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MAY - 1 11:10:33

The undersigned hereby accepts the appointment as Registered Agent, upon whom process may be served for America Today, Inc.


Almir Amir

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me on this 24 day of April, 1995, by ALMIR AMIR, who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.


Notary Public
Print Name: Robert Lederman

my commission expires:

