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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY

DEPARTMENT OF STATE 1492 W FLAGLER ST

SUITE 200 STATE OF FLORIDA

409 EAST GAINES STREET MIAMI FL 33135-TALLAHASSEE, FL 32399 CUNTACT: RAY STORMONT

FAX: (904) 922-4000 PHONE: (305) 541-3894 FAX: (305) 541-3770

(((H95000007466))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: M 3 CORP.

FAX AUDIT NUMBER: H95000007466 CURRENT STATUS: REQUESTED DATE REQUESTED: 07/05/1995 TIME REQUESTED: 16:25:36

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# FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 6, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: M 3 CORP. REF: W95000013580

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name NOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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Loria Pools Corporate Specialist

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

Rene J. Claraveza 6965 SW 117th Quenue Miami FL 33783 (305) 545 . 3020

## ARTICLES OF INCORPORATION OF

M 3 & SONS CORP.

The undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby forms a corporation under

> ARTICLE I NAME

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The name of the corporation shall be: M 3 & SONS CORP.

> ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of FLORIDA, or any other state, county, territory or nation.

#### ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

#### ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be: 13727 SW 152 ST, SUITE 225

MIAMI, FLORIDA 33177, and the name of the initial Registered Agent for the corporation at that

### ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this

> ARTICLE VI TERM OF EXISTENCE

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This corporation shall exist perpetually.

## ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or

of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

# ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

MANUEL A. RAMIREZ MIGUEL A. RAMIREZ MARCO A. RAMIREZ

ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

MANUEL A. RAMIREZ 13727 SW 152 ST, SUITE 225 MIAMI, FLORIDA 33177 IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 15TH day of MAY, 1995.

Incorporator:

sinfamela France

The foregoing instrument was executed and acknowledged before me
at MIAMI , County of DADE , State of FLORIDA ,
this Osthday of July , 19 95 by Manuel A. Ramirez
("Incorporator"), who is personally known to me arxwharahawahxxxxxxxxxxxxxxxx
Y' NXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX
oath.

(SEAL)

HEME CLAVAREZA
OPHIRESON HUSSER
CC401238
TO COMMISSION EXP.
OCT. 18,1988

Notary Public State of My Commission Expires:

H720000074 66

# DESIGNATION OF AND ACCEPHANCE BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of FLORIDA. M 3 & SONS-CORP a corporation organizing under the laws of the State of FLORIDA, with its principal office located at:
13727 SW 152 ST, SUITE 225
MIAMI, FLORIDA 33177

MANUEL A. RAMIREZ has named: MIGUEL A. RAMIREZ

MIGUEL A. RAMIREZ 13727 SW 152 ST., SUITE 225 MIAMI., FLORIDA 33177

as its Agent to accept service of process within this State

ACCEPTANCE:

I agree as Registered Agent to accept service of process: to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as

Registered Agent:

elafyer total

PEFORE ME, the undersigned authority, this day personally appeared
Mignel A Ramirez ("Registered Agent"), at Miami
County of Dade , State of Florida , who is personally
known to me on who is personally
amaxwho dat/did not take an oath and who, after being duly sworn, depos-
es and says that the facts and matters contained above are true and cor-
rect, and that he has executed the same for the purposes expressed here- in.
<b>-11.</b>
WITNESS my hand and official seal this <u>O5th</u> day of <u>July</u>

COMMISSION HUMBER
COMMISSION HUMBER
COMMISSION HUMBER
CC401235
HV COMMISSION EXP.
OFFICE OCT. 12,1988

Notary Public State of

My Commission Expires: