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TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
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FROM: EMPIRE CORPORATE KIT COMPANY  
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MIAMI FL 33135-  
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: M & M CONSULTING, INC.  
FAX AUDIT NUMBER: H95000008008  
DATE REQUESTED: 07/19/1995  
CERTIFIED COPIES: 0  
NUMBER OF PAGES: 6  
ESTIMATED CHARGE: \$70.00

CURRENT STATUS: REQUESTED  
TIME REQUESTED: 16:53:10  
CERTIFICATE OF STATUS: 0  
METHOD OF DELIVERY: FAX  
ACCOUNT NUMBER: 072450005255

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Carl Schmitt  
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1646 Kennedy Causeway  
Suite 705  
N. Bay Village, FL 33141  
(305) 858-4711

ARTICLES OF INCORPORATION  
OF  
M & M CONSULTING, INC.

FILED  
RECORDED  
JAN 08 1980

ARTICLE I - NAME

The name of this Corporation is M & M CONSULTING, INC.

ARTICLE II - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES</u> <u>AUTHORIZED</u>	<u>PAR VALUE</u> <u>PER SHARE</u>	<u>CLASS OF</u> <u>STOCK</u>
100	\$5.00	Common

ARTICLE IV - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this Corporation is 3900 HOLLYWOOD BOULEVARD, PENTHOUSE EAST, HOLLYWOOD, FLORIDA 33021, and the name of the initial registered agent of this Corporation is BRETT GROSSMAN.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The name and address of the initial Director of this Corporation is:

NAME

BRETT GROSSMAN

ADDRESS

3900 HOLLYWOOD BOULEVARD.  
PENTHOUSE EAST  
HOLLYWOOD, FL 33021

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

NAME

BRETT GROSSMAN

ADDRESS

3900 HOLLYWOOD BOULEVARD  
PENTHOUSE EAST  
HOLLYWOOD, FL 33021

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors of the Shareholders.

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The Corporation shall indemnify any Officer or Director, or any former officer or Director to the fullest extent permitted by law.

This Corporation reserves the right to amend, or repeal, any provisions contained in these Articles of Incorporation, or any Amendment thereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Subscribers have executed these Articles of Incorporation this 7<sup>th</sup> day of July, 1995.

**BRETT GROSSMAN**

**KH808000**

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That K & K CONSULTING, INC., desiring to organize under the laws of the State of FLORIDA with its principal office, as indicated in the Articles of Incorporation, at the City of HOLLYWOOD, County of BROWARD, State of FLORIDA, has named BRETT GROSSMAN located at 3900 HOLLYWOOD BOULEVARD, PENTHOUSE EAST, City of HOLLYWOOD, County of BROWARD, State of FLORIDA, as its agent to accept service of process within this State.

FILED  
1 20 AM 10:30  
FBI - ST. LOUIS  
LASSIE, FLORENCE

BY: Brett Grossman  
BRETT GROSSMAN