P95000056490

South Brown Accounting Service Inc.

Other

CR2E031(10/92)

10 101111 # 1

2611 N. HIATURAD SUITE #213 COOPERCITY, FL 33026

OFFICE USE ONLY

1. Schma	of Name)	(Document #)
2. (Composed	on Name)	(Document #) -07720795010
3. (Curpared	on Name)	++++:山,山山 ++ (Document #)
4. (Compret	on Name)	(Document #)
Walk in Pi	ck up timo	Cortified Copy
Mail out V	Vill wait Photocopy	Certificate of Status 20 Director 90
NEW FILINGS	AMENDMENTS	63
Profit	Amendment	
NonProfit	Resignation of R.A., Officer/L	Director
Limited Liability	Change of Registered Agent	. <u></u>
Domestication	Dissolution/Withdrawal	MIII 2 1 1995 BSM
Other	Merger	
OTHER FILINGS	REGISTRATION/ QUALIFICATION	
O I I I I I I I I I I I I I I I I I I I		
Annual Report	Foreign	
	Foreign Limited Partnership	
Annual Report		

ARTICLES OF INCORPORATION

We, the undersigned, do hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, rights, and privileges and immunities of a corporation for profit.

ARRICLE I

The name of the corporation shall be

SCHMAGG INC.

ARTICLE II

The general nature of the business or businesses to be transpacted is: Any lawful business permitted by the laws of the State of Florida in the United States.

ARTICLE III

The amount of authorized capital stock of the corporation shall be one hundred (100) shares of common stock with par value of \$1.00 per share. The whole or any part of the capital stock shall be payable either in lawful money of the United States or in property, labor or services insofar as permitted from time to time by the laws of Florida, the value of such property, labor or services to be determined by the Boad of Directors.

ARTICLE IV

The amount of capital with which the corporation shall begin business shall be at least One Hundred Dollars (\$100.00)

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The post office address of the principal office of the corporation shall be 224 N.E. 22 AVENUE, #6 POMPANO BEACH, FL 33060, with the privilage, however, of having branch offices and places of business at any other place or places within the State of Florids or in foreign countries.

ARTICLE VII

The affairs of the corporation shall be conducted by a Board of at least one (1) director who need not be stockholder.

ARTICLE VIII

The names and addresses of the first Board of Directors of the Corporation who, subject to the provisions of these Articles of Incorporation, the by-laws and general corporation laws of FLorida, shall hold office until their successors have been elected and qualified are:

NAME

ADDRESS

MATTHEW ROUSSEAU

224 N.E. 22 AVENUE #6
POMPANO BEACH, FL 33060

ARTICLE IX

The names and addresses of the subscriber of these Articles of Incorporation are:

MATTHEW ROUSSEAU

224 N.E. 22 AVENUE #6 POMPANO BEACH, FL 33060

ARTICLE X

powers presently given to the corporations by the statutes and laws of the State of Florida; and, it shall have such further powers as from time to time, hereafter, are given to corporations by the statues and laws of the State of Florida. The corporation is expressly authorized to enter into, partnerships and joint ventures with other persons, firms and corporations.

In witness whereof, the undersigned have made and subscribed to these Articles of Incorporation on the 7TH day of July, 1995.

MATTHEW ROUSSEAU

STATE OF FLORIDA)
COUNTY OF DADE)

Before me, the undersigned authority personally appeared MATTHEW ROUSSEAU to me known to be the person described in the foregoing Articles of Incorporation, and he acknowledged that he made and he subscribed the same for the purposes and uses therein mentioned and set forth.

Witness my hand and seal at said County and State this 7th day of July, 1995.

GILBERT A. CHEDIAK
MY COMMISSION # CC 381487
EXPIRES: July 7, 1998
Bonded Thru Notary Public Underwriters

RESIDENT AGENT DESIGNATION

In purnuance of Chapter 48.091, Florda Statuen, the following is submitted, in compliance with said Act:

under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at place designated in this certificate, I horeby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

MATTHEW ROUSSEAU RESIDENT AGENT

C.