

REFERENCE 1 652745 1016314 AUTHORIZATION :

COST LIMIT : 9 122.50

ORDER DATE : August 2, 1995

ORDER TIME: 11:32 AM

ORDER NO. 1 652745

CUSTOMER NO: 101651A

CUSTOMER: David Jack Palgon, Eaq ENGEL & PALGON, P.A.

1266 W. Flagler Street

Miami, FL 33135

DOMESTIC FILING

NAME: J.J.M. INTERANTIONAL, INC.

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY XX PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angela Lane

T. BROWN AUG - 3 1995 EXAMINER'S INITIALS:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

TO: The Honorable LAWTON CHILES, Governor

I, the undersigned, in order to form a corporation for the purpose hereinafter stated, and under and pursuant to the provisions of the laws of the State of Florida, do hereby certify as follows:

ARTICLE 1

The name of the corporation is: J.J.M. INTERNATIONAL, INC.

ARTICLE II

The general nature of the business is the import and export of producs, including all lawful business connected therowith, including but not limited to all forms of advertising, investing and all related fields and endeavors or any other legal business in the State of Florida. Further, the corporation is authorized to engage in any other legal business in the State of Florida, as fully as a natural person could.

The corporation shall have all powers necessary and conferred upon corporations by the laws of the State of Florida, to do and perform all other acts which may be necessary or expedient in the proper and expeditious administration of the business of the corporation, to all intents and purposes as fully as a natural person could do and perform, and which are now or hereafter may be authorized by law.

No recitation, expression or declaration of specific or special powers and purposes herein enumerated shall be deemed to be exclusive, but all powers not inconsistent therewith are hereby declared to be included.

ARTICLE III

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be FIVE THOUSAND (5,000) shares of ONE DOLLAR (\$1.00) par value.

ARTICLE IV

The amount of capital with which the corporation shall begin business shall be FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V

The principal office of the corporation shall be located at: 1655 James Avenue #688, Miami Beach, FL 33139.

ARTICLE VI

The period of duration of the corporation shall be perpetual.

ARTICLE VII

The number of Directors of the corporation shall be one (1), which number may, by resolution of the Board of Directors, or by the By-Laws, be increased from time to time; but said number of directors is never to be less than one. A majority of the Board of Directors, at any regular or special meeting, shall constitute a quorum for the transaction of business.

ARTICLE VIII

The registered office of the corporation is located at: 1655 James Avenue #688, Miami Beach, FL 33139, and the agent designated to accept process within this State is: JOSEPH TEJADA, whose address is 1655 James Avenue #688, Miami Beach, FL 33139.

ARTICLE IX

The name and post office address of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the By-Laws of the corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence or until a successor is elected and has qualified is as follows:

JOSEPH TEJADA

1655 James Avenue #688 Miami Beach, FL 33139

ARTICLE X

The name and post office address of the subscriber of the Certificate of Incorporation, and a statement of the number of shares of stock which she agrees to take is as follows:

JOSEPH TEJADA

1655 James Avenue # 688 Miami Beach, FL 33139 500 Shares

ARTICLE XI

The name and address of the officer of said corporation who shall serve for the first year, or until her successor has been elected and has qualified, is as follows:

JOSEPH TEJADA

1655 James Avenue # 688 Miami Beach, FL 33139

ARTICLE XII

The Board of Directors shall be authorized to amend the amount of authorized capital stock by applying to the Secretary of State of the State of Florida for an amendment based on the unanimous consent and resolution of the Board of Directors. The Board of Directors shall also be authorized by unanimous consent to apply to the Secretary of State of the State of Florida for amendment as to different types, kinds, classes and series of stock which the corporation shall be authorized to issue and to apply to the Florida Securities and Exchange Commission for qualification and registration of such stock. The Board of Directors, by unanimous consent, is specifically granted the authority to amend other portions of this Charter subject to the acceptance of the Secretary of State of the State of Florida, if the same be needed in the particular instance.

IN WITNESS WHEREOF, the undersigned have hereunto set his hand and seal this 2) day of _______, 1995.

Joseph Tejada

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day personally appeared before me, an officer authorized to administer oaths and take acknowledgments, JOSEPH TEJADA, to me well known and known to me to be the person(s) described in and who executed the foregoing Certificate of Incorporation, and acknowledged before me that she executed the foregoing freely and voluntarily and for the purpose therein contained.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 27th day of July, 1995.

Notary Public State of Florida at Large

My commission expires:

NOTIFICATION OF FIGURA

DAMO MENTECHES OF FIGURA

COMMITTECHES COST 18517

EN OCCUPANTAL PRICA

JULY 13, 1000

95 AUG -2 AM 9: 19
TALLAMASSEE OF STATE

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That J.J.M. INTERNATIONAL, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 1655 James Avenue, #688, Miami Beach, Fl. 33139, and with its registered office at 1655 James Ave. #688 Miami Beach, Fl. 33139, has named JOSEPH TEJADA, 1655 James Ave. #.688, Miami Beach, Fl. 33139, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Maving been named to accept service of process for the abovenamed corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Joseph Tejada

P9500059849

July 18, 1996

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REPLACEMENT FEE 1996

ANNUAL

REPORT:

J.J.M.

INTERNATIONAL, INC.

DEBIT MEMO: # 63927-H

CHECK #: 1008