

09/18/95 13:38

FAS-T CORPORATE AGENTS

(305) 522-9591

P. 0

*H95000072076*

9/18/95

FLORIDA DIVISION OF CORPORATIONS

11:25 PM

PUBLIC ACCESS SYSTEM

((H95000010408))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

((H95000010408))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: M & M GROUP ENTERPRISE, INC.

FAX AUDIT NUMBER: H95000010408

CURRENT STATUS: REQUESTED

DATE REQUESTED: 09/18/1995

TIME REQUESTED: 13:25:01

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 1

NUMBER OF PAGES: 4

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$70.75

ACCOUNT NUMBER: 071001002335

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000010408))

\*\* ENTER 'M' FOR MENU. \*\*

9/18/95

FLORIDA DIVISION OF CORPORATIONS

1:25 PM

PUBLIC ACCESS SYSTEM

ELECTRONIC PROCESSING MENU

--KEY--

1. ENTER PASSWORD
2. REQUEST COR ELECTRONIC FILING
3. REQUEST COR ELECTRONIC CERTIFICATE

PASSWORD/NEWPASSWORD  
DOCUMENT TYPE  
CORPORATE DOCUMENT NUMBER

FILED  
95 SEP 18 PM 4:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 SEP 18 PM 3:09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 SEP 19 04:27

FILED

ARTICLES OF INCORPORATION  
OF  
M & M GROUP ENTERPRISE, INC.

ARTICLE I - NAME

The name of this Corporation is M & M GROUP ENTERPRISE, INC.

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

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

ARTICLE V - INITIAL REGISTERED  
OFFICE AND AGENT

The initial registered office of this Corporation shall be Nerie Carlo, 12896 S. W. 149th Street, Miami, Florida 33186 and the initial registered agent of this Corporation at such office shall be Nerie Carlo, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

Prepared By: Nerie Carlo  
12896 SW 149 St.  
Miami, FL 33186  
(305) 378-8250

H95000010408

H95000010408

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) members. The number of directors may be increased or decreased from time to time as provided in the Bylaws but in no case shall the number of directors be less than one. The names and addresses of the directors constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
George Lopez	12096 S. W. 149th Street Miami, Florida 33186
Isabel Lopez	12096 S. W. 149th Street Miami, Florida 33186

ARTICLE VII - POWERS

The Corporation may exercise any powers, without limitation whatsoever, which a Corporation may legally exercise under the laws of the State of Florida where this Corporation is formed. In addition, the Corporation shall have the following specific powers:

- A. To elect or appoint officers and agents of the Corporation and to fix their compensation;
- B. To act as an agent for any individual, association, partnership, corporation or other legal entity;
- C. To receive, acquire, hold, exercise rights arising out of the ownership or possession thereof, sell or otherwise dispose of, shares or other interests in, or obligations of, individuals, associations, partnerships, corporations or governments;
- D. To receive, acquire, hold, pledge, transfer, or otherwise dispose of shares of the Corporation.
- E. To make gifts or contributions for the public welfare or charitable, scientific or educational purposes.

H95000010408


H95000010408

ARTICLE VIII - INCORPORATOR

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

Name  
George Lopez

Address  
12096 S. W. 149th Street  
Miami, Florida 33186

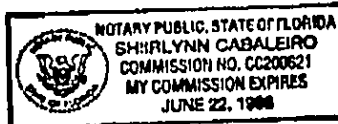
  
George Lopez, Incorporator

STATE OF FLORIDA     )  
COUNTY OF DADE     )

The foregoing Articles of Incorporation of M & M GROUP  
ENTERPRISE, INC. were acknowledged before me this 1st day of  
September, 1995, by George Lopez as Incorporator.

  
Notary Public

My Commission Expires:



H95000010408

H95000010. 3

**ARTICLE IX. COMMENCEMENT OF BUSINESS.**

The minimum amount of capital with which the Corporation will commence business is One Hundred dollars (\$100.00)

**ARTICLE X. INTERESTED DIRECTORS.**

No contract or transaction between this Corporation and any of its directors, or between this Corporation and any other corporation, firm, association, or other legal entity shall be invalidated by reason of the fact that the director of the Corporation has a direct or indirect interest, pecuniary or otherwise, in such corporation, firm, association, or legal entity, or because the interested director was present at the meeting of the Board of Directors which acted upon or in reference to such contract or transaction, or because they participated in such action, provided that the interest of each such director shall have been disclosed to or known by the Board and a disinterested majority of the board shall have nonetheless ratified and approved such contract and transaction. Such interested director or directors may be counted in determining whether a quorum is present for the meeting at which such ratification of approval is given. If the interest of such director or directors, is, or was, necessary for the approval of such contract or transaction, then such contract or transaction shall, with disclosure of the director's or directors' interest, be submitted for the approval of or ratification by the stockholders.

IN WITNESS WHEREOF, the undersigned have hereunto set her hand this 5th day of September, 1995.

Nerie Carlo  
12896 SW 149 Street  
Miami, FL 33186

I understand, accept and assume the duties and responsibilities of the position of Registered Agent of the aforementioned Corporation.

*Nerie Carlo*  
Nerie Carlo  
12896 SW 149 St.  
Miami, Florida 33186  
Phone: (305) 378-8250

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 SEP 18 PM 4:27

FILED