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CORPORATION NAME(S) & DOCUMENT NUMB 1. Mark & Dull and	(Document #) (D
NEW FILINGS Profit Amendment NonProfit Resignation of R.A. Limited Liability Change of Registere Domestication Other Merger	Certificate of FICTICIOUS NAME Officer/Director FICTICIOUS NAME SEARCH CORP SEARCH
OTHER FILNGS Annual Report Fictitious Name Name Reservation REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark	HOLD FOR PICKUP BY UCC SERVICES

Examiner's Initials

Other

ARTICLES OF INCORPORATION OF

Marks & Dollars Investment Corporation

ARTICLE I Corporate Name

The name of this corporation is: Marks & Dollars Investment Corporation.

FILED 95 JAN -4 PH 3: 10 25 JAN -4 PH 3: 10 TALLAHASSEE, FLORIDA

ARTICLE II Nature Of Business And Powers

The general nature of the business to be transacted by Marks & Dollars Investment Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III Capital Stock

The maximum number of shares of stock that Marks & Dollars Investment Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock without par value.

ARTICLE IV Term Of Existence

Marks & Dollars Investment Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V

Registered Agent, Initial Registered Office Principal Place of Business and Mailing Address

The Registered Agent, the street address of the initial Registered Office, the principal place of business and the mailing address of Marks & Dollars Investment Corporation in the State of Florida shall be:

John M. Morgan 302 Lee Boulevard, Suite 102 Lehigh Acres, Florida 33936

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI Board Of Directors

Marks & Dollars Investment Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the Bylaws adopted by the shareholders, but shall never be less than one.

ARTICLE VII Initial Director(s)

The names of the initial directors of Marks & Dollars Investment Corporation and their street addresses are:

Michael Troglauer AidenbachStrasse 138 81479 Munich GERMANY

Birgit Troglauer AidenbachStrasse 138 81479 Munich GERMANY The persons named as initial directors shall hold office for the first year of existence of Marks & Dollars Investment Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII Incorporator

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

John M. Morgan 302 Lee Boulevard, Suite 102 Lehigh Acres, Florida 33936

ARTICLE IX Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the And day of January, 1996.

ohn M. Morodn

STATE OF FLORIDA COUNTY OF LEE

BEFORE M¹⁷ Notary Public, personally appeared John M. Morgan, who is personally known to me or who has produced <u>(personally known)</u> as identification and who did not take an oath, described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to theses Articles of Incorporation on the <u>3 Algebra</u> day of January, 1996.

My Commission Expires:

ANGELA J. FORTANA
MY COMMISSION # CC 376179
EUPIRES: June 2, 1998
Bonded Thru Notery Public Underwriters

January 2, 1996

To: The Department of State Tallahassee, Florida 32304

Certificate Designating Place Of Business Or Domicile For The Service Of Process Within Florida Naming Agent Upon Whom Process May Be Served

In compliance with Section 607.325 of the Florida General Corporation Act, the following is submitted:

Marks & Dollars Investment Corporation, with its place of business at 302 Lee Boulevard, Suite 102, Lehigh Acres, Florida 33936 has named John M. Morgan, located at 302 Lee Boulevard, Suite 102, Lehigh Acres, Florida 33936 as its agent to accept service of process within the State of Florida.

Dated the 2nd of January, 1996.

John M. Morgan

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated the 2nd of January, 1996.

Ionn/M. Morgan Registered Agent

P960200000

March 21, 1996

Qualification/Tax Lien Section Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: document number F96000001070

To whom it may concern:

Please be advised that the federal identification number submitted on our application was incorrect. The CORRECT federal identification number is 58-1878527.

I apologize for any inconvenience this may have caused.

Thank you for your prompt attention in this matter.

Sincerely,

Steven L. Wexler, C.P.A.(CA)

Accounting Manager