

P9600002584

FLORIDA DIVISION OF CORPORATIONS 9100 AM
ELECTRONIC FILING SYSTEM
TO: DIVISION OF CORPORATIONS FROM: FAB-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

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: M. PROMO, INC.
FAX AUDIT NUMBER: H9600000379 CURRENT STATUS: REQUESTED
DATE REQUESTED: 01/09/1996 TIME REQUESTED: 09:08:00
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 1
NUMBER OF PAGES: 3 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.

((H9600000379))

** ENTER 'M' FOR MENU. **

FILED
56 JAN -9 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]

RECEIVED
62:01 HV 6-NV 96
42 JAN -96
DIVISION OF CORPORATIONS

1176000000379

ARTICLES OF INCORPORATION

OF
M. PROMQ, INC.

I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associate to the Corporation under the Laws of the State of Florida.

ARTICLE I
NAME OF CORPORATION

The name of the Corporation shall be: M. PROMQ, Inc.

ARTICLE II
NATURE OF BUSINESS

The general nature of business to be transacted by this Corporation shall be the import and export general merchandise and promotions advertising, and any other activities of business permitted under the Laws of the United States of the State of Florida.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in, and with goods, wares, merchandise, real and personal property, and services of every kind, class and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, licenses, in the State of Florida and in all other states and countries.

To contract debts, and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure payment of corporate indebtedness as required.

To purchase corporate assets of any other corporation and engage in the same or other character or business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock, to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

Prepared by: German Pena P.A.

9010 SW 137th Ave.; Suite 113
Miami, FL 33186 (305) 385-0014

H96000000379

FILED

96 JAN -9 PM 2:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H96000000379

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock at \$1.00 per value per share.

**ARTICLE IV
INITIAL CAPITAL**

The amount of capital with which this corporation shall begin business is not less than Five Hundred Dollars (\$ 500.00)

**ARTICLE V
TERM OF EXISTENCE**

The corporation is to exist perpetually.

**ARTICLE VI
PRINCIPAL PLACE OF BUSINESS**

The initial street address in this State of the principal office of this corporation is 13701 S.W. 66 Street # B-307 Miami, Fl., 33134. The Board of Director may from time-to-time, move the principal office to any other address in the State of Florida.

**ARTICLE VII
DIRECTORS**

This corporation shall have not less than one director initially. The number of directors may be increased or diminished from time-to-time by the by-laws adopted by the stockholder.

**ARTICLE VIII
BOARD OF DIRECTORS**

The name and street address of the member of the first Board of Director is:

NAME	TITLE	ADDRESS
MARIELA SAAVEDRA	President	13701 S.W. 66 Street # B-307 Miami, Fl., 33134 H96000000379

1196000000379


ARTICLE IX
SUBSCRIBERS

NAME	ADDRESS	SHARES	CONSIDERATION
MARIELA BAAVEDRA	13701 S.W. 66 Street Suite B-307 Miami, Fl., 33134	500	\$ 500.00

ARTICLE X
REGISTERED AGENT

The address of the Registered Office of this corporation shall be 13701 S.W. 66 Street, Suite B-307 Miami, Fl., 33134 and the Registered Agent shall be Mariela Baavedra.

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above State Corporation, at the place design in these Articles of Incorporation, I hereby accept to agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


By

ARTICLE XI
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by him to the stockholder and approved at the stockholder's meeting by the majority of the stock entitled to vote him on, unless the director and the stockholder sign a written statement manifesting her intention that a certain amendment of these Articles of Incorporation be made.

STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgements personally appeared:

WITNESS my hand and official seal in the County and State named above this _____ day of _____ 1996


MARIELA BAAVEDRA

H96000000379
Notary Public, State at Large

FILED
96 JAN -9 PM 2:10
TALLAHASSEE, FLORIDA
SECRETARY OF STATE