P96000051634

TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314



SUBJECT: Mas Sales OF Journ Florida Tuc.

(Proposed corporate name - must include suffix)

Enclosed is an origina for :	\$78.75 Filing Fee & Certificate	\$122.50 \$131 Filing Fee Filing Fee & Certified Copy Additional Copy Required	.25 50, Copy Cate
FROM:	Ptry	Ilis R. Slootsky	
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NOTE: Please provide the original and one copy of the articles.

EFFECTIVE BUTE

ARTICLES OF INCORPORATION OF M & S SALES OF SOUTH FLORIDA, INC.

The undersigned, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, hereby makes, subscribes, acknowledges and files the following Articles of Incorporation.

ARTICLE 1

NAME AND ADDRESS

The name of this Corporation shall be:

M & S SALES OF SOUTH FLORIDA, INC.

with its principal office and address being:

15770 S.W. 141st Court Miami, Florida 33175

ARTICLE 11

DURATION

This Corporation shall commence its existence on the date of execution and acknowledgement of these Articles of Incorporation, and shall exist perpetually unless dissolved according to law.

ARTICLE 111

PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 1V

CAPITAL STOCK

This Corporation is authorized to issue 100 shares of no (\$) par value common stock, which shall be designated "Common Shares."

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is:

8075 Stirrup Cay Court Boynton Beach, Florida 33436

and the initial Registered Agent of the Corporation is:

PHYLLIS R. SLOOTSKY

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation will have three (3) Directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

ALBERT M. STEIN JULIO MIRANDA MILAGROS MIRANDA

15770 S.W. 141st Court Miami, Florida 33175

ARTICLE V11

INCORPORATOR

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

Phyllis R. Slootsky, 8075 Stirrup Cay Court, Boynton Beach, Florida 33436

Article V111

INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on

PHYLLIS R. SLOOTSKY

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER ACREES TO COMPLY WITH THE COMPLETE DISCHARGE OF ITS DUTIES.

DATED ON

1996

PHYLLIS R. SLOOTSKY

STATE OF FLORIDA:

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COUNTY OF DADE :

BEFORE ME, a Notary Public authorized in the County and State set forth above, personally appeared P:VLLIS R. SLOOTSKY, known by me to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of M & S SALES OF SOUTH FLORIDA, INC., and she acknowledged before me that she executed those Articles of Incorporation.

NOTARY PUBLIC, STATE OF FLORIDA

My commission Expires:

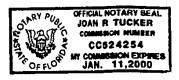
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