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(((H96000008516))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: S & M PARTNERS CORPORATION

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|---|---|
| FAX AUDIT NUMBER: H96000008516 | CURRENT STATUS: REQUESTED |
| DATE REQUESTED: 06/18/1996 | TIME REQUESTED: 14:03:53 |
| CERTIFIED COPIES: 1 | CERTIFICATE OF STATUS: 0 |
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# ARTICLES OF INCORPORATION

# OF

# S & M PARTNERS CORPORATION

## Article I - Name

The name of the corporation is: S & M Partners Corporation

## Article II - Duration

This corporation shall have perpetual existence.

## Article III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

## Article IV - Capital Stock

This corporation is authorized to issue 500 shares of common stock at $1.00 par value.

## Article V - Principal Office and Agent

The street address of the corporation's initial principal office and the name of the initial registered agent at such address are as follows:

Edward Martin
Mizner Park
433 Plaza Real, Suite 245
Boca Raton, FL 33432

## Article VI - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one (1).

Edward Martin
Mizner Park
433 Plaza Real, Suite 245
Boca Raton, FL 33432

Jeff Smith
Mizner Park
433 Plaza Real, Suite 245
Boca Raton, FL 33432

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S.R. PETERSON
SILER & YAFFE, C.P.A.
2419 HOLLYWOOD BLVD.
HOLLYWOOD, FL 33020
305-652-8882

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### Article VII - Incorporator

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

Edward Martin
Mizner Park
433 Plaza Real, Suite 245
Boca Raton, FL 33432

### Article VIII - Indemnification

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

### Article IX - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned subscriber has executed these articles of incorporation on this 11th day of June, 1996.

Edward Martin
Edward Martin

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STATE OF: FLORIDA }
COUNTY OF: BROWARD }

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above personally appeared Edward Martin known to me and known by me to be the person who has executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county last aforesaid this 11th day of June, 1996.

My Commission Expires:

Notary Public
State of Florida at Large

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

Pursuant to Chapter 607.34 Florida Statutes, the following is submitted:

First-That M & M FINANCIAL CORPORATION desiring to organize under the laws of the State of FLORIDA with its principal office, as indicated in the articles of incorporation at the city of BOCA RATON, County of PALM BEACH, State of FLORIDA, has named EDWARD MARTIN located at MIZNER PARK, 433 PLAZA REAL, SUITE 245, BOCA RATON, FL 33432 as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above-stated 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.

By ____________________

EDWARD MARTIN

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TALLAHASSEE, FLORIDA

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