

97000006680
January 1, 1997
Secretary of State
Division of Corporation
409 E. Gaines Street
Tallahassee, FL 32399

Sir:

Please file the enclosed articles of incorporation and return to me a certified copy of the same. Enclosed is a check for the filing fee and certified copy in the amount of \$122.50. Thank you for your courtesies and attention to this matter.

Respectfully,

Winston Jacobo
Winston Jacobo

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Marketing &
Management
Consultants, Inc.

Post Office Box 752 Live Oak, FL 32060
Tel: (904) 364-4247 Fax (904) 364-4080

97-846
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 13, 1997

WINSTON JACOBO
MARKETING MANAGEMENT & CONSULTANTS INC
P.O. BOX 752
LIVE OAK, FL 32060

SUBJECT: MARKETING AND MANAGEMENT CONSULTANTS, INC.
Ref. Number: W97000000844

We have received your document for MARKETING AND MANAGEMENT CONSULTANTS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 697A00001742

ARTICLES OF INCORPORATION
OF
MMC MARKETING and MANAGEMENT CONSULTANTS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of MMC MARKETING and MANAGEMENT CONSULTANTS, INC., are filed as follows:

ARTICLE I. NAME

The name of the corporation is MMC MARKETING and MANAGEMENT CONSULTANTS, INC.

ARTICLE II. PURPOSE & TERM

The purpose for which the corporation is organized is to engage in any activity within the purposes for which corporations may be organized under the Florida General Corporation Act, United States, or any other state, country, territory or nation. The corporation is to exist perpetually.

ARTICLE III. CAPITOL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1 million (1,000,000) shares with a par value of One (1) dollar.

ARTICLE IV. REGISTERED OFFICE
AND REGISTERED AGENT

The address of the corporation's registered office is: 849 Tara Trace, Live Oak, Fl 32060, and the name of its registered agent at such address is WINSTON JACORO. The corporation's principal place of business is: 1825 La Quinta Court, Green Cove Springs, Fl, 32043.

ARTICLE V. CORPORATE POWERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the directions of the shareholders of this corporation. The exercise of all corporate powers which require a vote of the shareholders according to this Article will be by a unanimous vote of the shareholders.

ARTICLE VI. BY-LAWS

The power to adopt, alter, or amend or repeal by-laws shall be vested solely in the shareholders.

ARTICLE VII. PREFERENCES, LIMITATIONS AND RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK

Shares held by the shareholders may not be resold or otherwise transferred to other persons unless first offered to the corporation, or the remaining shareholders of this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all the shareholders of this corporation.

A unanimous vote of all the shares of this corporation entitled to vote shall be required for the authorization of amending the Articles of Incorporation, issuing new capital stocks, or restructuring the corporation in any manner which will change the number of shareholders and capital structure of this corporation.

Shares of capital stock of this corporation shall be issued to the following persons and in the amounts set opposite their names:

| <u>NAME</u> | <u>AMOUNTS</u> |
|-------------------|----------------|
| WINSTON JACOBO | 250 shares |
| ROBERT WILLIAMSON | 250 shares |

ARTICLE VIII. OFFICERS

The names and street addresses of the officers who shall hold office until their successors are elected are:

ROBERT WILLIAMSON, President

1825 La Quinta Court, Green Cove Springs, Fl 32043

WINSTON JACOBO, Secretary/Treasurer

849 Tara Trace, Live Oak, Fl 32060.

The foregoing Articles of Incorporation of MMC MARKETING and MANAGEMENT CONSULTANTS, INC. was adopted by the Incorporator of this corporation on the 17th day of January, 1997

IN WITNESS WHEREOF, the undersigned Incorporator of this corporation has executed these Articles of Incorporation on the 17th day of January, 1997.


Winston Jacobo, Incorporator

ACCEPTANCE OF REGISTERED AGENT

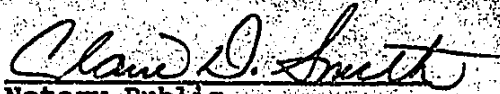
I, the undersigned, am familiar with and accept the duties and responsibilities as registered agent for said corporation.



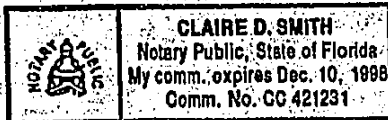
Winston Jacobo, Registered Agent

STATE OF FLORIDA
COUNTY OF SUWANNEE

The foregoing three pages to Articles of Incorporation of MMC MARKETING and MANAGEMENT CONSULTANTS, INC. and Acceptance of Registered Agent was acknowledged before me by WINSTON JACOBO, Incorporator, to me well known, this 17th day of January, 1997.



Notary Public
My Commission Expires:



SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FILED