

P 970000091176

FINANCIAL SERVICES, INC.

September 30, 1997

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****122.50 ****122.50

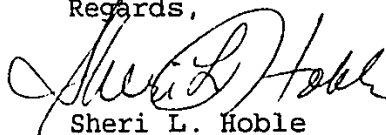
Florida Department of State
Division of Corporations
Attn: New Filings
P.O. Box 6327
Tallahassee, FL 32314

Dear Sirs,

Enclosed are the Articles of Incorporation for ~~M & M Marketing, Inc.~~. Also enclosed is a check for \$122.50 for the filing fee.

Thank you in advance for your prompt handling of this matter. If you have any questions please feel free to contact me.

Regards,


Sheri L. Hoble

2544-
W97-23230

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 23 PM 1:10

Sheri L. Hoble, Registered Representative of and Securities offered through
H.D. Vest Investment Securities, Inc. • 433 E. Las Colinas Blvd. • Suite 300 • Irving, TX 75039
(972) 863-6000 Member: SIPC

2700 W. Atlantic Blvd. • Suite 200-23 • Pompano Beach, FL 33069
Phone: (954) 974-4737 • Fax: (954) 974-4656

10/25/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 23 PM 1:10

October 10, 1997

FINANCIAL SERVICES, INC.
ATTN: SHERI L. HOBLE
2700 WEST ATLANTIC BLVD. #200-23
POMPANO BEACH, FL 33069

SUBJECT: M AND M MARKETING, INC.
Ref. Number: W97000023230

We have received your document for M AND M MARKETING, INC.. However, the document has not been filed and is being returned for the following:

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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 197A00049810

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 23 PM 1:10

ARTICLES OF INCORPORATION

OF

M AND M MARKETING AND CONSULTANTS, INC.

The undersigned incorporator, subscribing to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation is: M AND M MARKETING AND CONSULTANTS, INC.

ARTICLE II - NATURE OF THE BUSINESS

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

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100 shares of common stock each share having \$1.00 par value. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is \$100.00.

ARTICLE V - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial address of the principal office address of the Corporation is: 2720 N.E. 28th Street, Lighthouse Point, Florida 33064, the mailing address of the office is: 2720 N.E. 28th Street, Lighthouse Point, FL 33064. The Board of Directors may, from time to time, move the principal office to any other location or address in the state of Florida.

ARTICLE VII - DIRECTORS

The Corporation initially shall have not less than one nor more than three Directors. The number of Directors may be increased or decreased from time to time as may be provided in the By-laws adopted by the Board of Directors of the Corporation.

ARTICLE VIII - INITIAL DIRECTORS AND OFFICERS

The name and address of the initial Board of Directors and Officers who shall hold office until their successors are elected and have qualified are:

Craig K. Mawson		
2720 N.E. 28th Street	-	PRESIDENT
Lighthouse Point, FL 33064		

Lisa McGilloway		
2720 N.E. 28th Street	-	VICE PRESIDENT
Lighthouse Point, FL 33064		

Gwen Mawson		
2722 N.E. 28th Street	-	SECRETARY/TREASURER
Lighthouse Point, FL 33064		

ARTICLE IX - INCORPORATOR AND INITIAL REGISTERED AGENT

The name and address of the incorporator signing these Articles of Incorporation and the amount of shares of stock held by him are as follows:

Craig K. Mawson - 100 shares
2720 N.E. 28th Street
Lighthouse Point, FL 33064

ARTICLE X - EFFECTIVE DATE

These Articles of Incorporation shall become effective upon their approval and acceptance for filing by the Secretary of State of the State of Florida.

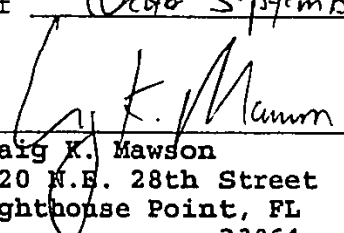
ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors of the Corporation as may be proposed by them to the shareholders, and approved at a shareholders meeting by a majority of the shares entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE XII - BY-LAWS

The Corporation shall adopt a set of By-Laws to govern the business and affairs of the Corporation. Wherever the By-Laws of the Corporation differ from or conflict with the provisions of these Articles of Incorporation, the provisions of these Articles of Incorporation shall govern.

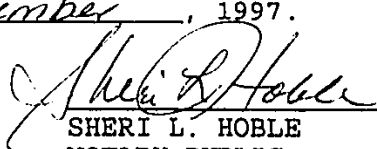
IN WITNESS WHEREOF, I have hereunto set my hand, acknowledged and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this 30 day of October September 1997.


Craig K. Mawson
2720 N.E. 28th Street
Lighthouse Point, FL
33064

STATE OF FLORIDA)
COUNTY OF BROWARD)ss:
)

BEFORE ME, the undersigned authority, duly authorized to administer acknowledgements in the County and State last aforesaid, this day personally appeared, CRAIG K. MAWSON, to me known to be the incorporator and the person who executed these Article of Incorporation, as Incorporator and who produced his Florida driver's license as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 30 day of September, 1997.


SHERI L. HOBLE
NOTARY PUBLIC

My commission expires :

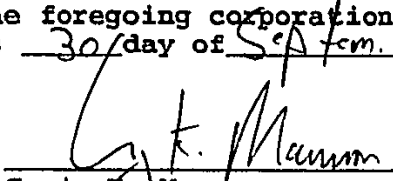


SHERI L. HOBLE
COMMISSION # 00 570993
EXPIRES DEC 15, 1999
BOUNDED THRU
ATLANTIC BONDING CO., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 23 PM 1:11

ACCEPTANCE OF REGISTERED AGENT

Designation as initial agent for the foregoing corporation
is hereby acknowledged and accepted this 30 day of Sept.,
1997.


Craig K. Mawson
2720 N.E. 28th Street
Lighthouse Point, FL
33064