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LAZARUS CORPORATE FILING SERVICE, INC.

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(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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-02/03/98--01043--022  
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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. MEP Enterprises, Inc. (Corporation Name) (Document #)
2. \_\_\_\_\_ (Corporation Name) (Document #)
3. \_\_\_\_\_ (Corporation Name) (Document #)
4. \_\_\_\_\_ (Corporation Name) (Document #)

FILED  
98 FEB 3 PM 3:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

☒ Walk in ☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

RECEIVED  
98 FEB -3 AM 11:10  
DIVISION OF CORPORATION

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

498-2441  
498A-6112

Examiner's Initials

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98 FEB 12 PM 2:47

DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 3, 1998

LAZARUS

MIAMI, FL

SUBJECT: M & P ENTERPRISES, INC.  
Ref. Number: W98000002461

We have received your document for M & P ENTERPRISES, 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) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 498A00006112

**ARTICLES OF INCORPORATION  
OF**

**M & P ENTERPRISES, GROUP, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**EFFECTIVE DATE**  
**2-2-98**

- FIRST:** The name of the corporation is **M & P ENTERPRISES, GROUP, INC.** (the "Corporation").
- SECOND:** The principal office address and mailing address of the Corporation is **1820 NE 163 Street, Suite 203, North Miami Beach, FL 33162.**
- THIRD:** The Corporation is authorized to issue 10,000 shares of common stock, par value \$0.10 per share.
- FOURTH:** The street address of the initial registered office of the Corporation is: **1820 NE 163 Street, Suite 203, North Miami Beach, FL 33162**, and the registered agent at that address is **MICHAEL A. BILOTTI.**
- FIFTH:** The name and address of the incorporator of the Corporation is
- MICHAEL A. BILOTTI**  
**16711 Collins Avenue, #2004**  
**Miami Beach, FL 33160**
- SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH:** The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of the Corporation is:

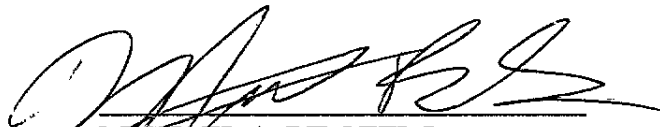
**MICHAEL A. BILOTTI**  
**President/Director**  
**16711 Collins Avenue, #2004**  
**Miami Beach, FL 33160**

EIGHTH: The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

NINTH: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisition.

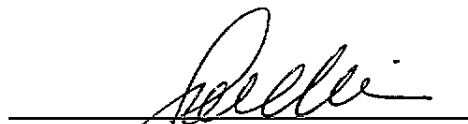
TENTH: The corporate existence of the Corporation shall commence on February 1, 1998.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30 day of January, 1998.

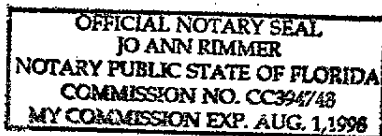
  
MICHAEL A. BILOTTI, Incorporator

STATE OF FLORIDA     )  
                                  )     SS.:  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 30 day of January, 1998 by MICHAEL A. BILOTTI, who is personally known to me.

  
NOTARY PUBLIC

My Commission Expires:



ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

By:   
MICHAEL A. BILOTTI

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