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

M & H International Group Inc.

- ☐ Walk In
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- ☐ Certified Copy
☐ Certificate of Existence
☐ Certificate of Good Standing
☐ ARTICLES OF INCORPORATION
☐ ALL CHARTER DOCS

NEW FILINGS	
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<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

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98 MAY -6 PM 2:38
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DIVISION OF CORPORATION

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

M&H International Group, Inc.

The undersigned incorporator, for the purpose of forming a corporation (hereinafter referred to as the "Corporation") under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I: The name of the corporation shall be M&H International Group, Inc..

Article II: The principal place of business and mailing address of this corporation shall be Delray Harbor Club, 1035 South Federal Highway, Apt. 211, Delray Beach, Florida 33483.

Article III: The number of shares of stock that the corporation is authorized to have outstanding at any one time is two hundred (200), all of which are without par value and classified as common shares.

Article IV: The name and address of the initial registered agent is Jerald I. Horowitz, Delray Harbor Club, 1035 South Federal Highway, Apt. 211, Delray Beach, Florida 33483.

The written acceptance of the initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part hereof.

Article V: The name and street address of the incorporator to these Articles of Incorporation is:

NAME

ADDRESS

Leif A. Tonneßen

LAT & Associates, Inc.
3 Brandon Road
Lawrenceville, New Jersey 08648 .

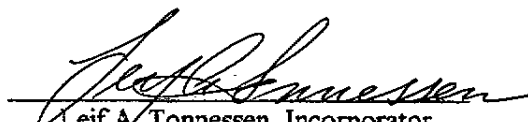
Article VI: The purposes for which the corporation is organized, in addition to engaging in any or all lawful business for which corporations may be incorporated under the provisions of the Florida Statutes, are as follows:

To act as various manufacturers' representatives for various types of products.

Article VII: The period of duration of the corporation is perpetual.

Article VIII: The corporation shall, to the fullest extent legally permissible under the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, shall indemnify and hold harmless any and all persons whom it shall have power to indemnify under said provisions from and against any and all liabilities (including expenses) imposed upon or reasonably incurred by him in connection with any action, suit or other proceeding in which he may be involved or with which he may be threatened, or other matters referred to in or covered by said provisions both as to action in his official capacity and as to action in any other capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer of the corporation. Such indemnification provided shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, Agreement or Resolution adopted by the shareholders entitled to vote thereon after notice.

The undersigned incorporator has executed these Articles of Incorporation this 27th day of April 1998.


Leif A. Tonnessen, Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: April 30, 1998

By: 
Jerald I. Horowitz

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