

Charter Number Only

P9200090373

BERRY ALAN WILLEN

Requestor's Name

4601 Sheridan St #208

Address

Hollywood, FL 33021

City

State

ZIP

Phone

(954) 966-0011

SECTION ONLY

600002668656-2  
-10/21/98-01004-008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

322 & D, INC

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

98 OCT 23 AM 11:58

FILED



Empire Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

CERTIFIED COPY

109223962  
N/A

DIVISION OF CORPORATION

98 OCT 21 AM 8:38

RECEIVED



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

October 21, 1998

EMPIRE

MIAMI, FL

SUBJECT: 3M&D, INC.  
Ref. Number: W98000023962

We have received your document for 3M&D, 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: 398A00052006

RECEIVED  
98 OCT 23 AM 9:25  
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

MMM&D, Inc.

ARTICLE I - NAME

The name of this corporation is MMM&D, Inc.

ARTICLE II - ADDRESS

The initial principal place of business is 2275 SW 66th  
Terrace, Davie, Florida 33317.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of acquiring and  
selling real estate and for any other purpose or activity permitted  
under the laws of the United States and under the laws of the State  
of Florida and for the purpose of transacting any and all lawful  
business for which corporations may be incorporated under Chapter  
607 of the Florida Statutes.

FILED  
98 OCT 23 AM 11:58  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of One and no/100 (\$1.00) Dollar par value common stock, which shall be designated "Common Shares".

ARTICLE VI - INITIAL REGISTERED AGENT

The name of the initial registered agent of this corporation is Barry Alan Wilen, Esquire.

ARTICLE VII - INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation is 4601 Sheridan Street, Suite 208, Hollywood, Florida 33021.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have four directors initially. The number of director(s) may be decreased from time to time by the By-Laws but shall never be less than one. The names and address of the initial director(s) of this corporation are:

Dennis Meyers  
2275 SW 66th Terrace  
Davie, Florida 33317

Morton Meyers  
2275 SW 66th Terrace  
Davie, Florida 33317

Michael Meyers  
2275 SW 66th Terrace  
Davie, Florida 33317

Michael Bernstein  
2275 SW 66th Terrace  
Davie, Florida 33317

#### ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

Michael Bernstein  
2275 SW 66th Terrace  
Davie, Florida 33317

#### ARTICLE X - BY-LAWS

By-Laws may be repealed or amended, and new By-Laws may be adopted, by either the Board of Directors or the Shareholders but the Board of Directors may not amend or repeal any By-Laws adopted by the Shareholders if the Shareholders specifically provide such By-Law is not subject to amendment or repeal by the Directors.

#### ARTICLE XI- APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of a majority of the Shareholders of the Corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

#### ARTICLE XII - INDEMNIFICATION

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

#### ARTICLE XIII - PREFERENCES, LIMITATIONS AND

#### RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK

Section 1. The holders of records of the common shares of this corporation shall be entitled to dividends at such times as the corporation is authorized to pay dividends.

Section 2. Right Upon Liquidation or Dissolution. In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the outstanding common shares shall be paid from the remaining assets of this corporation ratably.

Section 3. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.


#### ARTICLE XIV - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments thereto, and any rights conferred upon the shareholders is subject to this reservation.

#### ARTICLE XV - DIRECTOR'S COMPENSATION

The shareholders of this corporation shall have the exclusive authority to fix the compensation of the directors of this corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6 day of OCTOBER, 1998.

  
\_\_\_\_\_  
MICHAEL BERNSTEIN

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared MICHAEL BERNSTEIN known to me and known by me to be the person who 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 aforesaid this 6 day of OCTOBER, 1998.



*Patricia Gail Nadler*  
Printed Name: PATRICIA GAIL NADLER  
Notary Public, State of Florida  
Commission No.: \_\_\_\_\_

My Commission Expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been appointed as Registered Agent for the above named corporation, hereby consents to said appointment and agrees to serve as same for said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6<sup>th</sup> day of OCTOBER, 1998.

*Barry Alan Wilen*  
BARRY ALAN WILEN, ESQUIRE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 OCT 23 AM 11:58

FILED

Prepared by:  
BARRY ALAN WILEN, ESQ.  
4601 Sheridan Street, Suite 208  
Hollywood, Florida 33021  
(954) 966-0011