

P01000076687

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

01 AUG - 1 PM 3:07
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: MGV and Associates, Inc.
(Proposed corporate name - must include suffix)

000004511020--2
-08/01/01--01042--019
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 \$78.75
Filing Fee Filing Fee
 & Certificate of Status

\$78.75 \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status
ADDITIONAL COPY REQUIRED

FROM: Fernandez Accounting Services, Inc.
Name (Printed or typed)

27553 S. Dixie Hwy

Address

Homestead, Florida 33032

City, State & Zip

305-242-7174

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

FCH AUG 3 2001

ARTICLES OF INCORPORATION

OF

MGV and Associates, Inc.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MGV and Associates, Inc.

The principal place of business of this corporation shall be at:

c/o Ricardo Basurto
191 NE 45TH Street Suite 4
Miami, Florida 33137

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having no par value per share. All stock when issued shall be fully paid and non-assessable. The entire capital stock, or any portion thereof, may be paid for in cash, property, labor or services, or a consideration having a value in the judgment of the Board of Directors of the corporation at least equal to the full value of the stock so to be issued.

ARTICLE V. ADDRESS

The street address of the initial registered office of the corporation shall be 27553 S. DIXIE HWY Homestead, Florida 33032 and the name of the initial registered agent of the corporation at that address is MILAGROS FERNANDEZ.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 AUG - 1 PM 3:07

FILED

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have ONE officer and director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until successors are elected or appointed is:

Miguel Garcia Vidal
c/o Ricardo Basurto
191 NE 45TH Street Suite 4
Miami, Florida 33137

ARTICLE VII. INCORPORATOR

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

MILAGROS FERNANDEZ, 27553 S. DIXIE HWY, MIAMI, FLORIDA 33032.

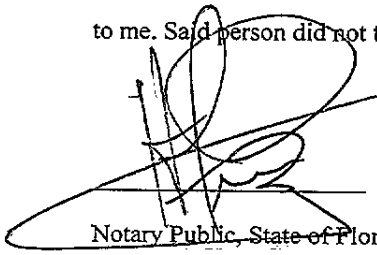
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 13th day of March, 2000.

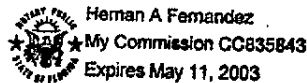

MILAGROS FERNANDEZ

STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 30th day of July, 2001, by MILAGROS FERNANDEZ who produced _____ as identification or is personally known to me. Said person did not take an oath.

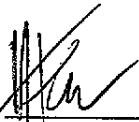

Notary Public, State of Florida at Large



My Commission Expires: 5/11/03

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

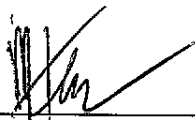
In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with said Act:
MGV and Associates, Inc., desiring to organize under the laws of the State of Florida, with its principal
office, as indicated in the Articles of Incorporation, at Miami, County of Dade, State of Florida, has named
MILAGROS FERNANDEZ, 27553 S. Dixie Hwy, Miami, Florida 33032 as its agent to accept service of
process within the state.



INCORPORATER

ACKNOWLEDGEMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in
this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act
relative to keeping open said office.



MILAGROS FERNANDEZ

01 AUG -1 PM 3:07
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA