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From: Account Name : ARAZOZA & FERNANDEZ-FRAGA P.A.  
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FLORIDA PROFIT/NON PROFIT CORPORATION  
MG ACCESSORIES AND DISTRIBUTION INC.

Certificate of Status	1
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Page Count	04
Estimated Charge	\$78.75

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November 20, 2015

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

ARAZOZA & FERNANDEZ-FRAGA P.A.

SUBJECT: MG ACCESSORIES AND DISTRIBUTION INC.  
REF: W15000076154

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

There are pages missing from you articles of incorporation. Please refax the entire document to us.

Please return 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) 245-6052.

Jessica A Fason  
Regulatory Specialist II

FAX Aud. #: H15000276851  
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TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION  
OF

MG ACCESSORIES AND DISTRIBUTION INC.

The undersigned incorporators to these articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I  
NAME

The name of this corporation is MG ACCESSORIES AND DISTRIBUTION INC.

ARTICLE II  
GENERAL NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of 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 1,000 shares of common stock having a nominal or par value of One (\$1.00) Dollar per share. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

ARTICLE IV  
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$100.

ARTICLE V  
TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by:

Carlos F. Arazoza, Esq.  
2100 Salzedo Street, Suite 300  
Phone: (305) 444-6226  
Coral Gables, Florida 33134  
Florida Bar № 0698806

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**ARTICLE VI**  
**ADDRESS**

The initial principal office of this corporation in the State of Florida is 20201 E COUNTRY CLUB DRIVE # 407, AVENTURA, FL 33180. The mailing address of this corporation in the State of Florida is 11231 NW 20TH ST, UNIT 140-230, MIAMI, FL 33172. The Board of Directors may from time to time move the principal office to another address in Florida.

**ARTICLE VII**  
**DIRECTORS**

This corporation shall have not less than one director, however, the number of directors may be increased or diminished from time to time by By-laws adopted by the Stockholders, but shall never be less than one. The name and address of the initial director which shall serve until his replacements assume his position is:

<u>Name</u>	<u>Address</u>
Mara Weissman	c/o 11231 NW 20 <sup>th</sup> Street Unit 140-230 Miami, FL 33172

**ARTICLE VIII**  
**INITIAL OFFICERS**

The names offices and addresses of the initial officers which shall serve until their replacements assume their positions are:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Mara Weissman	c/o 11231 NW 20th Street Unit 140-230 Miami, FL 33172
Secretary		

**ARTICLE IX**  
**INCORPORATOR**

The name and mailing address of the Incorporator of these articles of incorporation is Carlos F. Arazoza of 2100 SALZEDO STREET, SUITE 300, CORAL GABLES, FL 33134.

**ARTICLE X**  
**AMENDMENT**

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

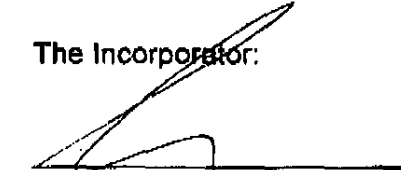
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**ARTICLE XI**  
**REGISTERED OFFICE AND REGISTERED AGENT**

MG ACCESSORIES AND DISTRIBUTION INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the County of Miami-Dade, State of Florida, hereby designates ARAZOZA & FERNANDEZ-FRAGA P.A. as its Registered Agent, to accept services within the State. The registered office of the corporation shall be 2100 SALZEDO STREET, SUITE 300, CORAL GABLES, FL 33134.

WITNESS the hand and seal of the Incorporator in Miami-Dade County, Florida, this 16<sup>th</sup> day of November, 2015.

The Incorporator:

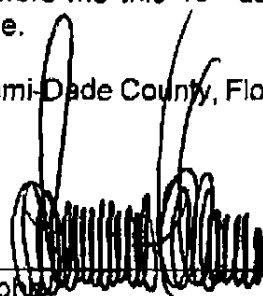
  
\_\_\_\_\_  
Carlos F. Arazoza

STATE OF FLORIDA            )  
  ) ss:  
COUNTY OF MIAMI-DADE    )

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day November, 2015, by Carlos F. Arazoza, who is personally known to me.

WITNESS my hand and seal at Coral Gables, Miami-Dade County, Florida 16<sup>th</sup> day November, 2015.



  
\_\_\_\_\_  
Laura Kohn  
Notary Public, State of Florida at Large

My commission expires:

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

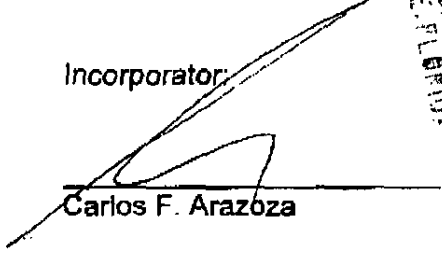
1. The name of the corporation is:

MG ACCESSORIES AND DISTRIBUTION INC.

2. The name and address of the registered agent is:

ARAZOZA & FERNANDEZ-FRAGA P.A.  
2100 SALZEDO STREET, SUITE 300  
CORAL GABLES, FL 33134

Incorporator:



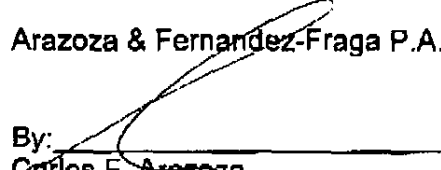
Carlos F. Arazoza

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Arazoza & Fernandez-Fraga P.A.

By:   
Carlos F. Arazoza  
Director  
November 16, 2015