

03/15/95 12:33 PM FAX COVER SHEET 001

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3/15/95 FLORIDA DIVISION OF CORPORATIONS 12:33 AM

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TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-0591

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MGA STUDIO, INC.

FAX AUDIT NUMBER: H95000002965

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/15/1995

TIME REQUESTED: 12:33:18

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

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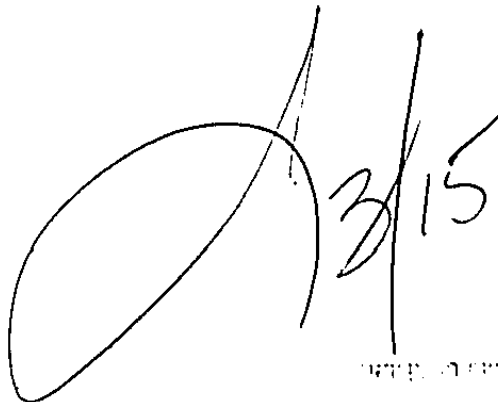
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12:33 AM

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95 MAR 15 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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**ARTICLES OF INCORPORATION
OF**MDA STUDIOS, INC.FILED
5:15 PM 3-15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be: MDA STUDIOS, INC.

The principal place of business of this corporation shall be: 1785 N.W. 79th Ave.
Miami, FL 33126

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact 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. CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 1,000 Shares \$ 1.00 per value

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. OFFICERS/DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Director:	Maria T. Vasquez	13000 SW 106th St. Miami, FL 33186
Director:	Jorge Randic	13000 SW 106th St. Miami, FL 33186
Director:	Luis Silva Kewitz	10771 SW 88th St. Apt A-108 Miami, FL 33186

Prepared by: Carlos G. Rodriguez
927 Viena Ave.
Coral Gables, FL 33146

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Carlos G. Rodriguez 927 Viera Ave., Coral Gables, FL 33146

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 6th day of March, 1995

Signature(s) of Incorporator(s)

Carlos Rodriguez

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

Pursuant to the provisions of Section 607.325, 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: MDA STUDIOS, INC.

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

Carlos G. Rodriguez

(P.O. BOX NOT ACCEPTABLE)

927 Viera Ave., Coral Gables, FL 33146

(CITY/STATE/ZIP)

SIGNATURE _____

(corporate officer)

TITLE Registered Agent

DATE 3/15/95

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE *Carlos Rodriguez*

DATE 3/15/95

REGISTERED AGENT FILING FEE: _____

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