P02000399104

ACCOUNT NO.: 072100000032

REFERENCE: 521080 10770A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE: April 10, 2002

ORDER TIME: 2:08 PM

ORDER NO. : 521080-005

CUSTOMER NO:

CUSTOMER: Reed Mcclosky, Esq

Freedman & Mcclosky P.a.

Suite 700 1 East Broward Boulevard Ft. Lauderdale, FL 33301

DOMESTIC FILING

10770A

NAME: MRG, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP 10005236841--1

ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS:

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

FILED

2002 APR 10 PM 12: 41

SECRETARY OF STATE TALLAHASSEE FLORIDA

April 10, 2002

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: MRG, INC.

Ref. Number: W02000010145

RESUBMIT

Please give original submission date as file date.

02 Mil 12 !

We have received your document for MRG, INC. and the authorization to debit your account in the amount of \$70.00. 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 administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6973.

Claretha Golden Document Specialist New Filings Section

Letter Number: 102A00021344

Division of Comparations D.O. DOV 0007 III-II-I

FILED

ARTICLES OF INCORPORATION

OF

2002 APR 10 PM 12: 41

SECRETARY OF STATE TALLAHASSEE FLORIDA

MRG OF SOUTH FLORIDA, INC.

The undersigned associates for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Florida Business Corporation Act, Chapter 607, Florida Statutes, providing for the formation, liability, rights, privileges and immunities of corporations.

ARTICLE I

The name and address of the corporation is:

MRG of South Florida, Inc. 3339 North Federal Highway Oakland Park, FL 33308

ARTICLE II

This corporation shall commence its existence as of the date of the filing of these articles, and its existence shall be perpetual.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

This corporation is authorized to issue one hundred shares of common stock with no par value.

ARTICLE V

The name and address of the initial registered agent and street address of the initial registered office of this corporation are:

Freedman & McClosky, P.A. One East Broward Blvd., Suite 700 Ft. Lauderdale, FL 33301

ARTICLE VI

The initial officers of the corporation shall be:

NAME Office

Michael A. Crocco, Jr. President
Augustine Crocco Vice President
Ronald Wakeel Secretary/Treasurer

ARTICLE VII

The name and address of the incorporator is:

Reed B. McClosky, Esq.
Freedman & McClosky, P.A.
One East Broward Blvd., Suite 700
Ft. Lauderdale, FL 33301

ARTICLE VIII

The power to adopt, alter, amend or repeal by-laws will be vested in the board of directors and shareholders.

ARTICLE IX

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

ARTICLE X

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this ______ day of ______ 2002_

Reed B. McClosky Incorporator

STATE OF FLORIDA) ss:

COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this day of _______, 2002, by Reed B. McClosky who is personally known to me or who has produced ______ as identification and who did (did not) take an oath.



ACCEPTANCE OF APPOINTMENT

Pursuant to 48.091 and 607.0501, <u>Florida Statutes</u>, the undersigned acknowledges and accepts his appointment as registered MRG of South agent of Florida, Inc., and agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act

relative to keeping open the registered office at the address specified above. The undersigned is familiar with and accepts the obligations of 607.0505, <u>Florida Statutes</u>.

FREEDMAN & McCLOSKY, P.A.

ate: April , 2002

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SECKE JARY OF STATE