

P02000055595

Philip E. Goss, Jr., ESQ.

Attorney at Law

Philip E. Goss, Jr.
1172 South Dixie Highway
P.M.B. 188
Coral Gables, FL 33146

Office 305.668.7116
Telefax 305.668.7189
E-mail peglaws@bellsouth.net

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAY 17 AM 11:27

April 17, 2002

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

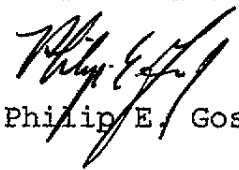
RE: M.G. Corporation

400005313224--3
-04/22/02--01059--017
*****78.75 *****78.75

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the articles of incorporation for the above referenced corporation. In addition, enclosed is my client's check in the sum of \$78.75. Thank you

Very truly yours,



Philip E. Goss, Jr.

cc: Millagros Gonzalez

Philip Goss, Jr. GAVE
AUTHORIZATION BY PHONE TO
CORRECT Articles - NAME
DATE 5-17-02
DOC. EXAM. Jore

S20
Jm (7)
1/1/2002



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 26, 2002

PHILIP E GOSS, JR, ESQ
1172 S DIXIE HWY
P.M.B. 188
CORAL GABLES, FL 33146

SUBJECT: M. G. CORPORATION
Ref. Number: W02000011990

We have received your document for M. G. CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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) 245-6915.

Janice Love-Washington
Document Specialist
New Filing Section

Letter Number: 202A00025600

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

02 MAY 17 AM 11:27

OF

M.G. ENTERPRISES OF SOUTH FLORIDA CORPORATION

The undersigned incorporator to these Articles of Incorporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name and address of the corporation shall be:

M.G. ENTERPRISES OF SOUTH FLORIDA CORPORATION

119 Deer Creek Road, Ste. 203

Deerfield Beach, FL 33442

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 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 Seven Thousand Five Hundred (7,500) shares of common stock having a par value of One Dollar (\$1.00) per share. Shares may be issued only for a consideration having, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued.

All shares issued shall be fully paid and nonassessable.

ARTICLE IV

TERM OF EXISTENCE

This corporation is to exist perpetually, commencing on the date these articles are accepted as filed with the Florida Secretary of State.

ARTICLE V

REGISTERED AGENT AND INITIAL OFFICE

The Registered Agent and the street address of the initial Registered Office of the Corporation shall be:

Millagros Gonzalez
119 Deer Creek Road, Ste. 203
Deerfield Beach, FL 33442

The Board of Directors may from time to time, move the Registered Office to any other office address in the State of Florida.

ARTICLE VI

PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which the shareholder already holds, shall have the right to purchase a pro rata share thereof at the price at which is offered to others.

ARTICLE VII

DIRECTORS

This Corporation shall have one (1) director, initially. The

number of directors may be increased or diminished from time to time by the Bylaws adopted by the stockholders, but shall never be less than one (1). The name and street address of the initial member of the Board of Directors is:

Millagros Gonzalez
119 Deer Creek Road, Ste. 203
Deerfield Beach, FL 33442

The person named as initial director shall hold office for the first year of existence of this Corporation or until her successor is elected or appointed and have qualified, whichever occurs first.

ARTICLE IX

INCORPORATOR

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

Millagros Gonzalez
119 Deer Creek Road, Ste. 203
Deerfield Beach, FL 33442

ARTICLE X

CONFLICT OF INTEREST


No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

ARTICLE XI

AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has set her hand and seal this 18 day of April, 2002.


Millagros Gonzalez

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public, personally appeared Millagros Gonzalez, to me known to be the person described as Incorporator or who has produced FLOR LC as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation and did/did not take an oath.

WITNESS my hand and official seal at Palm Beach County, Florida, this 18 day of April, 2002.

My Commission Expires:



FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 17 AM 11:27

**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:

M.G. ENTERPRISES OF SOUTH FLORIDA CORPORATION desiring to organize under the laws of the State of Florida, with its initial registered office, as indicated in the Articles of Incorporation, has named Millagros Gonzalez, of 119 Deer Creek Road, Ste. 203, Deerfield Beach, FL 33442, County of Palm Beach, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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


Millagros Gonzalez