

# P020000057600

Florida Department of State  
Division of Corporations  
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FLORIDA PROFIT CORPORATION OR P.A.

MGF INC.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION OF**

**MGF INC.**

**ARTICLE I - NAME**

The name of this Corporation is: MGF INC.

**ARTICLE II - PURPOSE**

This corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United State and the State of Florida.

**ARTICLE III - CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of one dollar (\$1.00) par value common stock.

**ARTICLE IV - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase their prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE V - PRINCIPAL REGISTRATION OFFICE AND AGENT**

The principal place of business and registered street address of the office of this corporation is: 8695 SW 40 ST  
MIAMI, FL 33155

The name of the initial Registered Agent of this corporation is: Gamaliel Arias

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have thre ( 3 ) director(s) initially. The number of directors may be either increased or diminish from time to time by the by-laws, but shall never be less than one (1). The initial director (s) of this corporation is (are):

Ursula Perez - Sec.  
Gamaliel Arias - Pres.  
Medardo Arias - Dir.

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**ARTICLE VII - INCORPORATOR**

The name and address of the person signing this article is: Gamaliel Arias  
8695 SW 40 ST  
Miami, FL 33155

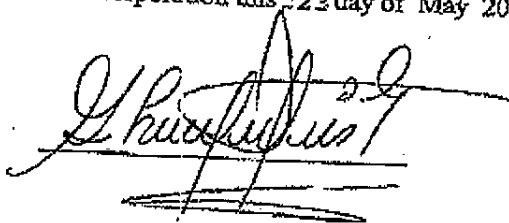
**ARTICLE VIII - INDEMNIFICATION**

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

**ARTICLE IX - BY LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholder.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 23 day of May 2002.

A handwritten signature in dark ink, appearing to read 'G. Arias', is written over a horizontal line. There are additional scribbles and lines below the signature.

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**CERTIFICATE DESIGNATING THE ADDRESS AND  
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**WITNESSETH:**

That MGF INC., desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Miami-Dade, State of Florida, has appointed Gamaliel Arias as its agent to accept service of process within the state.

**ACKNOWLEDGMENT:**

Having been named by the first Board of Directors of MGF INC. to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 23 day of May 2002.



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