

PO2000058356

Secretary of State  
Corporate Division  
P.O. Box 6327  
Tallahassee, FL 32314

FILED  
02 MAY 24 AM 9:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: MGM Agency, Inc.

Gentlemen:

Enclosed herewith is our check in the amount of \$78.75 and original and one copy of the Articles of Incorporation of MGM Agency, Inc.

I would appreciate your acknowledgement of this filing at your earliest convenience in the enclosed envelope.

Thank you for your assistance.

Sincerely,

*Mark G. Montgomery*

Mark G. Montgomery

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*AS 5/28/02*

ARTICLES OF INCORPORATION  
OF  
MGM AGENCY, INC.

FILED  
02 MAY 24 AM 9: 51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned natural persons of the age of twenty-one or more, acting as Directors and Incorporators under the provisions of the Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation shall be:

MGM AGENCY, INC.

ARTICLE II

Principal Place of Business

The principal place of business is to be located at 1811 Oak Creek Drive, Dunedin, Florida 34698.

ARTICLE III

Term of Existence

The duration of this corporation is to be perpetual.

ARTICLE IV

Purpose

To engage in the business of importing and exporting goods of every kind, type and description; to purchase and sell such goods as a wholesaler, retailer, distributor, or otherwise and to act as an agent or broker in the sale of goods of every kind, type and description; to do all things as are necessary to the accomplishment of the purposes set forth herein; engage in such other business or

businesses, whether related thereto or not, as may be approved by the Board of Directors and which businesses are permitted by the laws of the State of Florida.

#### ARTICLE V

##### Stock Clause

The aggregate number of shares of stock which this corporation shall have the authority to issue shall be five hundred (500) shares of common stock, each with a par value of One (\$1.00) Dollar.

#### ARTICLE VI

##### Minimum Capital

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

#### ARTICLE VII

##### Subscribers, Incorporators and Directors

The names and addresses of the Subscribers, Incorporators and Directors are:

<u>Name</u>	<u>Shares Subscribed</u>	<u>Address</u>
Mark G. Montgomery	500	1811 Oak Creek Drive Dunedin, FL 34698

#### ARTICLE VIII

##### Informal Shareholder Action

Any action of the shareholders may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all persons who would be entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

## ARTICLE IX

### Directors

The management and control of this corporation shall be vested in a Board of Directors comprised of at least one director. The Board of Directors shall be elected by the shareholders of the corporation at each annual meeting to be held at the principal office of the corporation on such day and time of year as the By-Laws of this corporation shall provide. At any meeting of the Board of Directors, it shall be necessary that a majority of the then existing Board of Directors vote in favor of any motion, resolution or action taken in order that the same become effective and be the act and deed of the corporation and the Board of Directors thereof.

## ARTICLE X

### Officers

The officers of this corporation shall be chosen by the Board of Directors and shall consist of a President, Vice President, Secretary and Treasurer. The Board of Directors may also from time to time provide for and elect all other officers or committees which to their Board may seem expedient. Two or more offices may be held by the same person. The officers who are to conduct the business of the corporation and shall serve as such until the next annual election of officers shall be as follows:

President, Treasurer, Secretary

Mark G. Montgomery  
1811 Oak Creek Drive  
Dunedin, FL 34698

## ARTICLE XI

### Seal

The seal of this corporation shall be a circular impression bearing in the center thereof the words "CORPORATE SEAL - 2002 - FLORIDA" and around the circumference thereof the words "MGM AGENCY, INC.".

ARTICLE XII

Registered Office and Registered Agent

The address of the registered office of this corporation is 1811 Oak Creek Drive, Dunedin, Florida 34698. The name of the initial registered agent of this corporation at that address is: MARK G. MONTGOMERY.

IN WITNESS WHEREOF, the undersigned, being the Incorporators of this corporation, execute these Articles of Incorporation and certify to the truth of the facts herein stated this 21<sup>st</sup> day of May, 2002.

MGMontgomery  
MARK G. MONTGOMERY

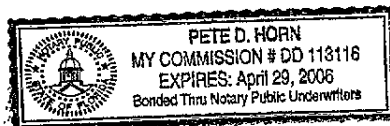
STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, the undersigned officer, duly authorized to administer oaths and take acknowledgments, personally appeared MARK G. MONTGOMERY, who, after being first duly cautioned and sworn, depose and say that he has affixed his name to the foregoing Articles of Incorporation of MGM AGENCY, INC. as the original subscribers to said corporation for the purpose therein stated. I relied upon the following form of identification: Florida Drivers License or personally known \_\_\_\_\_.

WITNESS my hand and official seal at Pinellas County, Florida, this 21<sup>st</sup> day of May, 2002.

Pete D. Horn  
Notary Public Pete D. Horn  
My commission expires: April 29, 2006



FILED

02 MAY 24 AM 9:51

DESIGNATION OF REGISTERED AGENT

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In pursuant of Chapter 607, Florida Statutes, the following Certificate is submitted in compliance therewith:

IT IS HEREBY DECLARED that MGM AGENCY, INC. is desirous to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Dunedin, County of Pinellas, State of Florida, and has named MARK G. MONTGOMERY, located at 1811 Oak Creek Drive, Dunedin, Florida 34698, as its agent to accept service of process in the State of Florida.

ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF PINELLAS

Having been named to accept service of process for the above stated corporation at the place designated in the above Certificate, I hereby accept to act in this capacity, and I agree to comply with all of the provisions of said Act.

Mark G. Montgomery  
MARK G. MONTGOMERY

Personally sworn to and subscribed before me this 21<sup>st</sup> day of May, 2002. I relied upon the following form of identification: Florida Driver's License or personally known: \_\_\_\_\_

Pete D. Horn  
Notary Public Pete D. Horn

