

PG2000130720

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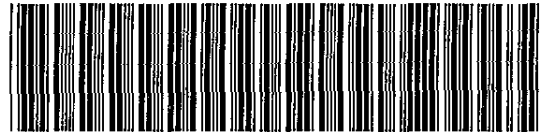
(Business Entity Name)

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12/10/02--01047--006 **78.75

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02 DEC 10 AM 11:01

SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 DEC 12 PM 12:37

T. SMITH DEC 12 2002

WOL-34611

OFFICE USE ONLY(DOCUMENT #)

LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. BMG ENTERPRISE, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

RECEIVED
02 DEC 12 AM 10:59
DIVISION OF CORPORATION

December 10, 2002

LAZARUS

SUBJECT: BMG ENTERPRISE, INC.
Ref. Number: W02000034611

We have received your document for BMG ENTERPRISE, INC. 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 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.

An effective date may be added to the Articles of Incorporation **if a 2003 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

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) 245-6927.

Tracy Smith
Document Specialist
New Filing Section

Letter Number: 602A00065318

ARTICLES OF INCORPORATION
OF

GMG ENTERPRISE USA INC.

The undersigned incorporate for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, rights, privileges, immunities and liabilities of incorporations, for the profit, and subject to the following provisions:

ARTICLE - I

The name of the corporation shall be: *GMG ENTERPRISE USA INC.*

ARTICLE - II

This corporation shall have perpetual existence.

ARTICLE - III

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

ARTICLE - IV

The aggregate maximum number of shares which this corporation shall have authority to issue and have outstanding at any one time is 500 shares of common stock at \$ 2.00

(TWO DOLLAR) per share.

ARTICLE - V

The post office address of the initial registered office of this corporation in the State of Florida is:

5561 EAST 4th AVENUE, HIALEAH, FL. 33013
The name of the initial registered agent at such address is:

NURIA GARATE

ARTICLE - VI

The business of the corporation shall be managed by a Board of Directors, who need not be stockholders of the corporation. The number of Directors, not less than one, no more than seven, and shall be fixed by resolution of the stockholders at a regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

ARTICLE - VII

The board of Directors may from time to time move the registered office to any other address in Florida whenever the Directors may deem necessary or expedient.

02 DEC 12 PM 12:37
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE - VIII

The name and post office address of the members of the Board of Directors who shall serve as members thereof are as follows:

<u>BOARD OF DIRECTORS</u>	<u>ADDRESS</u>
---------------------------	----------------

MANUEL E SOTO (PRESIDENT)	5561 EAST 4th AVENUE, HIALEAH FL 33013
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NURIA GARATE (SECRETARY)	5561 E. 4th AVENUE HIALEAH FL 33013
--------------------------	-------------------------------------

The name and the post office address of the subscribers to these Articles of Incorporation and the number of shares of stock each agree to take is :

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
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NURIA GARATE,	5561 EAST 4th AVE, HIALEAH FL	250
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ARTICLE -IX

This corporation shall have full power to carry on and transact each or all business enumerated in Article III of the Articles of Incorporation, shall have all the general and additional power now conferred upon it by the law.

ARTICLE - X

Amendments to the Articles of Incorporation, Merger, Consolidation or Dissolution shall be approved and submitted to the Stockholders for unanimous approval. Thirty days notice shall be provided.

ARTICLE - XI

Shareholders of the corporation shall have preemptive rights to acquire their prorata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of their corporations shares of property through merger of the extinguishment of debts.

Preemptive rights (NOT) apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

These articles pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each affected class.

No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation

These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

IN WITNESS WHEREOF, We have hereunto set our hands and signature, this

02 day of DECEMBER, 2002

Nuria Garate

STATE OF FLORIDA (

COUNTY OF DADE (SS

BEFORE ME, the undersigned authority, duly authorized to administer oath and take acknowledgements, personally appeared:

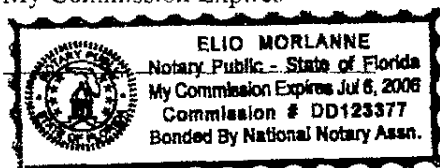
NURIA GARATE

Who first being duly sworn, executed the foregoing ARTICLES OF INCORPORATION, Freely and voluntarily for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official Seal a Miami, Dade County Florida, this 02 day of DECEMBER, 2002

Elio Morlanne
NOTARY PUBLIC, STATE OF
FLORIDA

My Commission Expires



**CERTIFICATE DESIGNATING CHANGE 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 is submitted, in
compliance with said Act.

First - That

- GMG ENTERPRISE USA INC.

qualified to do business under the laws of the State of Florida with its
principal office at 5561 EAST 4th AV, HIALEAH of State of
FLORIDA
has appointed

NURIA GARATE

(Street address and number of building, Post Office Box of acceptable)

City of Hialeah County of DADE

State of, as its agent to accept services of process within this State.

ACKNOWLEDGEMENT : (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation,
at place designated in this Certificate, I hereby accept to act in this capacity, and agree to
comply with the provision of said Act relative to keeping open said office

By

Nuria Garate
(Registered Agent)

02 DEC 12 PM 12:38

SECRETARY OF STATE
DIVISION OF CORPORATIONS