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ACCOUNT NO. : 072100000032 REFERENCE: 034872 162199A AUTHORIZATION : COST LIMIT : \$ PPD ORDER DATE: April 14, 2003 ORDER TIME: 10:08 AM ORDER NO. : 034872-005 CUSTOMER NO: 162199A CUSTOMER: Rick M. Morse, Cpa Rick M. Morse, Cpa, P.a. Suite 300 1700 University Drive Coral Springs, FL 33071 DOMESTIC FILING NAME: MGA FLORIDA, INC. EFFECTIVE DATE: XX ARTICLES OF INCORPORATION ____ CERTIFICATE OF LIMITED PARTNERSHIP ____ ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

12129 NW 9TH PLACE CORAL SPRINGS, FL 33071

March 28, 2003

Secretary of State Corporation Division The Capitol Tallahassee, Florida 32301

Re: Articles of Incorporation

Dear Sirs and/or Madams:

Enclosed please find my check in the amount of \$ 78.75, which pays the filing fee, resident agent fee, and certified copy of the Articles of Incorporation included herein.

Thank you for your consideration in this matter. If you have any questions, please feel free to contact me immediately.

Very truly yours,

GUY ALLOUCHE

Director



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

April 14, 2003

CSC

RESUBMIT

Please give original submission 거위를 명하네는

SUBJECT: MGA FLORIDA, INC. Ref. Number: W03000010582

We have received your document for MGA FLORIDA, 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 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) 245-6931.

Becky McKnight Document Specialist New Filings Section

Letter Number: 903A00022301

ARTICLES OF INCORPORATION OF

MGA OF FRANCE INVEST, INC.

ARTICLE I

NAME

The name of this Corporation shall be:

MGA of FRANCE INVEST, INC.

ARTICLE II

PURPOSE

This Corporation is organized for the purpose of **RENTAL PROPERTY** and transacting any and all lawful business.

ARTICLE III

CAPITAL STOCK

Corporation is authorized to issue 2000 shares of \$ 1 par value common stock.

ARTICLE IV

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this Corporation is:

12129 NW 9TH PLACE CORAL SPRINGS, FL 33071

and the name of the initial registered agent of this Corporation

at the above address is:

GUY ALLOUCHE

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SECRETARY OF STATE

ARTICLE V

DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this Corporation is:

GUY ALLOUCHE 12129 NW 9TH PLACE

CORAL SPRINGS, FL 33071

ARTICLE VI

INCORPORATOR

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

GUY ALLOUCHE

12129 NW 9TH PLACE

CORAL SPRINGS, FL 33071

ARTICLE VII

<u>INDEMNIFICATION</u>

The Corporation shall indemnify any office or director or former director to the full extent permitted by law.

ARTICLE IX

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned subscriber has executed these Articles of
Incorporation on this 25th day of World ,2003.
State of Florida
State of Florida County of Broward
I hereby certify that on thisday of, 2003,
GUY ALLOUCHE appeared before me, the undersigned authority, to me well
known and known to me to be the individual described in and who executed the
foregoing Articles of Incorporation, and acknowledged before me that he
executed the same, freely and voluntarily for the purpose therein expressed.

Notary Public

Seal:



CERTIFICATE DESIGNATION

PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA.

NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statues, the following is submitted;

MGA OF FRANCE INVEST, INC.

desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the city of CORAL SPRINGS

has named GUY ALLOUCHE

located at 12129 NW 9TH PLACE CORAL SPRINGS, FL 33071

as its agent to accept service of process within Florida.

Corporate officer-

Title PDESIDENT

Date 28 03 2003

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Corporate officer

Date 26 03