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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.**mgm investments, corp.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12-16-03



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 15, 2003

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SUBJECT: MGM INVESTMENTS, INC.
REF: W03000037897

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

(4)

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ARTICLES OF INCORPORATION OF
MGM INVESTMENTS, CORP.
A FLORIDA CORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 DEC 15 AM 7:00

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The undersigned subscribers to these Articles of Incorporation, all natural persons competent to contract, hereby forms the corporation under the laws of the State of Florida, as follows:

FIRST: The name of said corporation shall be, MGM INVESTMENTS, CORP., and the mailing address and the street address of the principal office of the corporation shall be 9903 N.W. 43rd Terrace, Miami, Florida 33178.

SECOND: MGM INVESTMENTS, CORP, shall have a perpetual duration from the date of filing of these Articles of Incorporation.

THIRD: The purposes for which, MGM INVESTMENTS, CORP., is formed are:

(A) to engage in any lawful acts or activities for which corporations may be formed under the laws of the State of Florida.

FOURTH: The maximum number of shares of stock that this corporation is authorized to have outstanding is one hundred (100), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.

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FIFTH: The corporation shall have a board of directors consisting of no less than one director. The initial board of Directors shall be:

President: CARLOS GIL

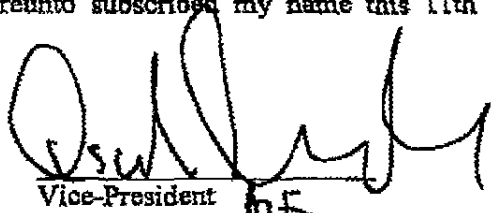
Vice-president: AIDA ESTIZ

Secretary: AIDA ESTIZ.

SIXTH: The name and mailing address of the corporation's registered agent is CARLOS GIL, whose mailing address is 9903 N.W. 43rd Terrace, Miami, Florida, 33178.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 11th day of December, 2003.


By: CARLOS GIL
President *CG*


Vice-President *AE*

TOTAL P.05

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Designation and Acceptance of Registered Agent

03 DEC 15 AM 7:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Pursuant to the provisions of Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the Corporation is MGM INVESTMENTS, CORP.
2. The name of the registered agent is CARLOS GIL.
3. The address of the registered agent/registered office is 9903 N.W. 43rd Terrace, Miami, Florida 33178.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


By: CARLOS GIL

Date: December 11, 2003

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