

01/27/2004

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DENNIS HERNANDEZ &

Division of Corporations

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**P040000/8880**

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : DENNIS HERNANDEZ AND ASSOCIATES  
Account Number : T20000000123  
Phone : (813) 250-0000  
Fax Number : (813) 258-4567

**FLORIDA PROFIT CORPORATION OR P.A.**

**MGDM, Inc.**

Certificate of Status	1
Certified Copy	2
Page Count	02
Estimated Charge	\$96.25

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION OF MGDM, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida in compliance with Chapter 607 F.S.

**ARTICLE I NAME**

The name of the corporation shall be:  
**MGDM, Inc.**

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business/mailling address is:  
**3339 W. Kennedy Blvd.  
Tampa, Florida 33609**

**ARTICLE III PURPOSE**

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

**ARTICLE IV SHARES**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$0.01 per share.

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

List name(s) and specific title(s):

<b>President:</b>	<b>Matthew S. Przybycin</b>
<b>Vice president:</b>	<b>Matthew S. Przybycin</b>
<b>Secretary:</b>	<b>Matthew S. Przybycin</b>
<b>Treasurer:</b>	<b>Matthew S. Przybycin</b>

**ARTICLE VI - LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

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**ARTICLE VII REGISTERED AGENT**

The name and Florida street address of the registered agent is:

**Matthew S. Przybycin**  
**3339 W. Kennedy Blvd.**  
**Tampa, Florida 33609**

**ARTICLE VIII INCORPORATOR**

**Matthew S. Przybycin**  
**3339 W. Kennedy Blvd.**  
**Tampa, Florida 33609**

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

 1-26-04  
Signature/Registered Agent Date

 1-26-04  
Signature/Incorporator Date

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