

**Electronic Articles of Incorporation
For**

P04000027152
FILED
February 10, 2004
Sec. Of State

MGDC DEVELOPMENT CORP.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

MGDC DEVELOPMENT CORP.

Article II

The principal place of business address:

85932 OVERSEAS HWY.
ISLAMORADA, FL. US 33036

The mailing address of the corporation is:

111 KEY HEIGHTS DR.
TAVERNIER, FL. US 33070

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

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

KEVIN M MCGUIRE
111 KEY HEIGHTS DR.
TAVERNIER, FL. 33070

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: KEVIN M. MCGUIRE

Article VI

The name and address of the incorporator is:

KEVIN M. MCGUIRE
111 KEY HEIGHTS DR.
TAVERNIER FL 33070

Incorporator Signature: KEVIN M. MCGUIRE

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
KEVIN M MCGUIRE
111 KEY HEIGHTS DR.
TAVERNIER, FL. 33070 US

Title: VP
DESMOND J CASSIDY
78 CEDAR SHORE DR.
MASSAPEQUA, NY. 11758 US