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Florida Department of State
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Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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FLORIDA PROFIT CORPORATION OR P.A.

multi corporate group inc.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 16, 2004

EMPIRE CORPORATE KIT COMPANY

SUBJECT: MULTI CORPORATE GROUP INC.
REF: W04000045932

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent designated in your document is not an active entity according to our records. Please reinstate this entity (call (850) 245-6059 for information) or designate another entity that is active according to our records.

An effective date may be added to the Articles of Incorporation if a 2005 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.

If you have any further questions concerning your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

FAX Aud. #: B04000246983
Letter Number: 804A00070066

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

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ARTICLES OF INCORPORATION
OF
MULTI CORPORATE GROUP INC.

ARTICLE I
NAME

The name of the Corporation is Multi Corporate Group Inc.

ARTICLE II
TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State. The principal place of business of this corporation is: 520 Brickell Key Drive, Suite O-305, Miami, Florida 33131.

ARTICLE III
PERMITTED ACTIVITY

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV
AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue shall be One Thousand (1,000) shares of voting common stock with \$1.00 par value.

INSTRUMENTS PREPARED BY:
Stephen A. Freeman, Esq.
Freeman, Haber, Rojas & Stanham LLP
520 Brickell Key Dr., Suite O-305
Miami, Florida 33131
(305) 374-1200 - FBM: 146795

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ARTICLE V
PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE VI
REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation is 520 Brickell Key Drive, Suite O-305, Miami, Florida 33131. The initial Registered Agent at that address is Transglobal Corporate Services LLC.

ARTICLE VII
DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The name and address of the first Director of the Board of Directors who shall serve until the first annual meeting of shareholders or until his successor is elected and qualified shall be:

Samuel P. Haven
520 Brickell Key Drive

Miami, Florida 33131

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator is: Transglobal
Corporate Services LLC, 520 Brickell Key Drive, Suite O-305,
Miami, Florida 33131.

ARTICLE IX
INDEMNIFICATION

Every person now or hereafter serving as director, officer
or employee of the Corporation shall be indemnified and held
harmless by the Corporation from and against any and all loss,
cost, liability and expense that may be imposed upon or incurred
by him in connection with or resulting from any claim, action,
suit or proceeding, in which he may become involved, as a party
or otherwise, by reason of his being or having been a director,
officer or employee of the Corporation, whether or not he
continues to be such at the time such loss, cost, liability or
expense shall have been imposed or incurred, except with regard
to matters as to which any such director, officer or employee
shall be adjudged in any claim, action, suit or proceeding to be
liable for his own gross negligence or willful misconduct in the
performance of duty.

Expenses (including attorneys' fees) incurred in defending
any claim action, suite or proceeding may be paid by the
Corporation in advance of the final disposition of such a

proceeding.

IN WITNESS WHEREOF, I have signed these Articles of
Incorporation this 13th day of December, 2004.



Stephen A. Freeman

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

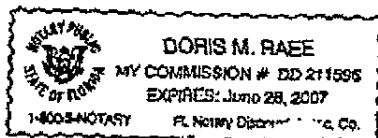
BEFORE ME, the undersigned authority, personally appeared
STEPHEN A. FREEMAN, personally known to me to be the person who
executed the foregoing Articles of Incorporation and he
acknowledged before me according to law that he made and
subscribed the same for the purpose therein mentioned and set
forth.

WITNESS my hand and official seal in the County and State
named above this 13th day of December, 2004.



Notary Public, State of Florida

My Commission Expires: 6/28/07



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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, 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: Multi Corporate Group Inc.
2. The name and address of the Registered Agent and office is: Transglobal Corporate Services LLC , 520 Brickell Key Drive, Suite 0-105, Miami, Florida 33131.

Signature: _____

Title: Samuel Haven, President

Date: December 13, 2004

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agreed to act in this capacity. I further agree to comply with the provisions 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.

Signature: _____

Title: Stephen A. Freeman, Assistant Secretary

Date: December 13, 2004

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