

**Electronic Articles of Incorporation  
For**

P05000111504  
FILED  
August 10, 2005  
Sec. Of State  
jshivers

MGS HOLDINGS, INC

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:

MGS HOLDINGS, INC

**Article II**

The principal place of business address:

13555 AUTOMOBILE BLVD  
SUITE 610  
CLEARWATER, FL. 33762

The mailing address of the corporation is:

13555 AUTOMOBILE BLVD  
SUITE 610  
CLEARWATER, FL. 33762

**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:

HENRY W MARSHALL JR  
13555 AUTOMOBILE BLVD  
SUITE 610  
CLEARWATER, FL. 33762

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

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Registered Agent Signature: HENRY W. MARSHALL, JR

### **Article VI**

The name and address of the incorporator is:

JIM SCOTT  
13555 AUTOMOBILE BLVD  
SUITE 610  
CLEARWATER, FL 33762

Incorporator Signature: JIM SCOTT

### **Article VII**

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

Title: VP/S  
JIM SCOTT  
13555 AUTOMOBILE BLVD SUITE 610  
CLEARWATER, FL. 33762

Title: VP  
MARK GIBSON  
13555 AUTOMOBILE BLVD SUITE 610  
CLEARWATER, FL. 33762

Title: VP/T  
HENRY W MARSHALL JR  
13555 AUTOMOBILE BLVD SUITE 610  
CLEARWATER, FL. 33762

### **Article VIII**

The effective date for this corporation shall be:

08/10/2005