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Phone : (954)452-8813
Fax Number : (954)452-8359FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**FLORIDA PROFIT CORPORATION OR P.A.**

MGS USA Enterprise, Inc.

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GUTTA, KOUTOULAS CPA'S

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Florida Dept of State



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 10, 2005

GUTTA, KOUTOULAS & RELISM LLC

SUBJECT: MGS USA ENTERPRISE, INC.
REF: W05000046532

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Document Specialist
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FAX Aud. #: H05000238517
Letter Number: 905A00061498

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**ARTICLES OF INCORPORATION
OF
MGS USA Enterprise, 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.

ARTICLE I. NAME

The name of the corporation shall be:

MGS USA Enterprise, Inc.

The principal place of business of this corporation shall be:

8211 W Broward Blvd Suite 350
Plantation, FL 33324

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transaction any or all lawful activities or business permitted under the laws of the United States, the state of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be:

8211 W Broward Blvd Suite 350
Plantation, FL 33324

The name of the initial registered agent of the corporation at that address is:

Gutta, Koutoulas & Relis, LLC

Prepared by:
Gutta, Koutoulas & Relis, L.L.C
8211 W. Broward Blvd., Suite 350
Plantation, Florida 33324
Phone: (954) 452-8813
Fax: (954) 452-8359

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ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash or any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officer(s)/director(s), initially. The name and street address of the initial officer(s)/director(s) who shall hold office for the first year of the corporation and every year thereafter until their successors are elected or appointed is/are:

Federico Brambilla - President/Director
8211 W Broward Blvd Suite 350
Plantation, FL 33324

ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these articles of incorporation is:

Federico Brambilla - President/Director
8211 W Broward Blvd Suite 350
Plantation, FL 33324

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 26th day of September, 2005.


Federico Brambilla - Subscriber

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Gregory J. Koutoulas, CPA of
Gutta, Koutoulas & Relis, LLC - Registered Agent

Prepared by:
Gutta, Koutoulas & Relis, L.L.C
8211 W. Broward Blvd., Suite 350
Plantation, Florida 33324
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