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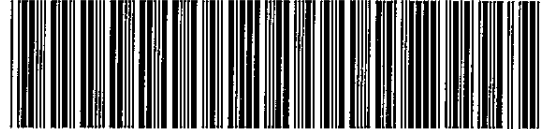
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2006 JAN 11 PM 12: 11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

**LAZARUS
CORPORATE FILING SERVICE**

3320 SW 87TH AVENUE

MIAMI, FL 33165 (305) 552-5973

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. MAD ENTERPRISES GROUP, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2.00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

Examiner's Initials

FILED

ARTICLES OF INCORPORATION
OF
MAD ENTERPRISES GROUP, INC.

2006 JAN 11 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

That, the undersigned, in order to form a corporation for profit for the purposes hereinafter stated, under and pursuant to the provisions of the Florida Statutes, do hereby subscribed to this Certificate of Incorporation, and to adopt the following Articles of Incorporation:

ARTICLE I-NAME

The name of the corporation is: **MAD ENTERPRISES GROUP, INC.**

ARTICLE II-NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is to carry on in any capacity and business or trade deemed legal in the State of Florida.

ARTICLE III-CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one hundred (100) shares of common stock, each share having a par value of \$1.00.

ARTICLE IV-INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is One thousand (\$1,000.00) and no/100.

ARTICLE V- TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI- ADDRESS

The initial street address of the principal office of this corporation is to be at:
9421 S.W. 25th Street, Miami, Florida 33165.

The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII- REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

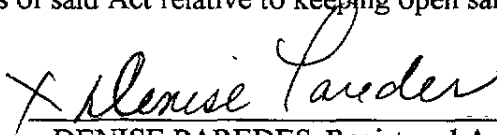
That **MAD ENTERPRISES GROUP, INC.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Article of Incorporation at the City of Miami, County of Miami-Dade, has named:

DENISE PAREDES
9421 S.W. 25th Street
Miami, Florida 33165

as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



DENISE PAREDES, Registered Agent

ARTICLE VIII- DIRECTORS

The corporation shall have two (2) directors initially. The number of director may be increased or diminished from time to time by the By-laws, but shall never be less than one.

ARTICLE IX- INITIAL DIRECTORS

The names and street addresses of the initial directors and officers who shall hold office until their successors are elected and have qualified are as follows:

DENISE PAREDES.	Director	MANUEL LOPEZ	Director
9421 S.W. 25 th Street	President	9421 S.W. 25 th Street	Vice-President
Miami, Florida 33165	Registered Agent	Miami, Florida 33165	Secretary

ARTICLE X- INCORPORATOR

The name and street address of the incorporator or incorporators to these Articles of Incorporation is:
DENISE PAREDES 9421 S.W. 25th Street, Miami, Florida 33165

ARTICLE XI-PREEMPTIVE RIGHTS AND RIGHT OF FIRST REFUSAL

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his/her pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others, also every shareholder shall have "a right of first refusal" as to the sale or transfer of stock by a shareholder to a third party, at the same price offered to said third party and in a pro-rata basis with other existent shareholders.

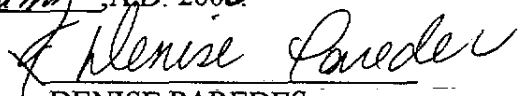
ARTICLE XII- EFFECTIVE DATE

These Articles of Incorporation shall be effective upon acceptance by the Secretary of State.

ARTICLE XIII-AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed this foregoing Articles of Incorporation under the laws of the State of Florida, this 10th day of January, A.D. 2006


DENISE PAREDES


STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

Before me, the undersigned Notary Public, personally appeared DENISE PAREDES, who is known to me to be the individual described above and first being duly

sworn, executed the foregoing Articles of Incorporation and acknowledged before me that she executed the same for the purposes therein expressed and produced the following as identification : Florida Driver License

Witness my hand and official seal in the County and State named above this 10th day of January, 2006.


NOTARY PUBLIC STATE OF FLORIDA

 Eduardo Mendez
My Commission DD224697
Expires September 16, 2007

My commission expires:

This document was prepared by:
Eduardo Mendez, Esquire
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Suite 205
Miami, Florida 33174
Tel: (305) 553-8676
Fax: (305) 553-3944