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FLORIDA PROFIT/NON PROFIT CORPORATION

mtg meetings and incentives, inc.

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July 3, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

EMPIRE

SUBJECT: MTG MEETINGS AND INCENTIVES, INC.
REF: W06000029765

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**ARTICLES OF INCORPORATION
OF
MTG MEETINGS AND INCENTIVES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MTG MEETINGS AND INCENTIVES, INC.**

The undersigned, of legal age, hereby forms this corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be: MTG MEETINGS AND INCENTIVES, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things mentioned, as fully and to the same extent as natural persons might or could do, including, but not limited to, any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at one time is one thousand (1000) shares of common stock having a nominal or par value of Five Dollars (\$5.00) per share.

Prepared By:

Marion J. Ged, Esquire
Law Offices of Ellis & Ged, P.A.
7171 N. Federal Highway
Boca Raton, Florida 33431
(361) 993-1966
FL Bar No.: 0015265

ARTICLE IV

CORPORATE EXISTENCE

This corporation shall exist perpetually, unless sooner dissolved according to law.

ARTICLE V

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be 20 Island Drive, Boynton Beach, Florida 33436 with the privilege of having branch offices at other places within or without the State of Florida.

ARTICLE VI

REGISTERED AGENT

The name and street address of the Registered Agent of the corporation are:

Name: Marv J. God, Esq.

Registered Office: 7171 North Federal Highway
Boca Raton, Florida 33486

ARTICLE VII

NUMBER OF DIRECTORS

The number of directors of this corporation shall be not less than one (1) nor more than the number specified in the Bylaws of the corporation.

ARTICLE VIII

DIRECTOR

The name and street address of the first Board of Directors who, subject to the provisions of these Articles of Incorporation and Bylaws of the corporation, shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have qualified, is:

Names and Addresses

Marva T. God
20 Island Drive
Boynton Beach, FL 33436

ARTICLE IX

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Name and Address

Marva T. Gad
20 Island Drive
Boynton Beach, FL 33436

ARTICLE X

OTHER PROVISIONS

The Directors of this corporation shall have the power to make or amend the Bylaws and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness of such members to the corporation.

IN WITNESS WHEREOF, the undersigned Incorporators execute these Articles of Incorporation on this 25 day of JUNE, 2006.



Marva T. Gad, Director, MTG Meetings and Incentives, Inc.

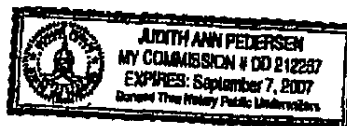
STATE OF FLORIDA)

COUNTY OF PALM BEACH)

) SS

The foregoing instrument was acknowledged before me this 26 day of June, 2006, by Marva T. Gad, who is personally known to me or produced identification identified as


NOTARY PUBLIC



H060000171009

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

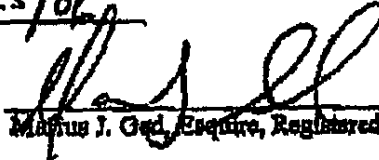
In pursuance of Chapter 48,091, Florida Statutes, the following is submitted in compliance with said Act:

That MTG MEETINGS AND INCENTIVES, INC., is qualified to do business under the laws of the State of Florida, with its principal office at 20 Island Drive, Boynton Beach, Florida 33436 as its agent to accept service of process within this State.

ACKNOWLEDGMENT OF APPOINTMENT

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

Dated: 6/25/06


Magnus J. Gerd, Esquire, Registered Agent

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