

**Electronic Articles of Incorporation  
For**

P06000092940  
FILED  
July 10, 2006  
Sec. Of State  
dwhite

MGT 1 MANAGEMENT, 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:

MGT 1 MANAGEMENT, INC.

**Article II**

The principal place of business address:

1395 BRICKELL AVENUE  
900  
MIAMI, FL. 33131

The mailing address of the corporation is:

1395 BRICKELL AVENUE  
900  
MIAMI, FL. 33131

**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:

100

**Article V**

The name and Florida street address of the registered agent is:

PARDO & GAINSBURG, LLP  
2 SOUTH BISCAYNE BOULEVARD  
SUITE 2475  
MIAMI, FL. 33131

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

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Registered Agent Signature: JEFFREY J. PARDO, PARTNER

### **Article VI**

The name and address of the incorporator is:

JEFFREY J. PARDO  
2 SOUTH BISCAYNE BOULEVARD  
SUITE 2475  
MIAMI, FL 33131

Incorporator Signature: JEFFREY J. PARDO, ITS ATTORNEY

### **Article VII**

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

Title: P,D  
WILLIAM H HOLLY  
1395 BRICKELL AVENUE, SUITE 900  
MIAMI, FL. 33131

Title: STD  
ROBERT K. MCCAMMON  
1395 BRICKELL AVENUE SUITE 900  
MIAMI, FL. 33131