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SECRETARY OF STATE

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COVER LETTER

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

SUBJECT:

Muller Group International, Inc.

Enclosed are the original and one copy of the articles of incorporation and a check for:

\$78.75 for Filing Fee and Certificate of Status

Elio Muller

From:

Elio Eduardo Muller Jr.

320 W. Kennedy Blvd., Suite 200

Tampa, Florida 33606 Phone: 813 251 6070 E-mail: mgi@gate.net

SECRETARY OF STATE

Articles of Incorporation of MGIGATE INC.



1. Name.

The name of the Corporation is MGIGATE INC.

2. Initial Principal Office and Registered Agent.

Its registered office in the State of Florida is 320 E. Kennedy Blvd., Suite 200, in the City of Tampa, County of Hillsborough. The name of its registered agent at such address is **Elio E Muller Jr.**

3. Purposes.

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida.

4. Capital Stock.

The total number of shares of capital stock that the Corporation shall have authority to issue is five hundred (500), all of which are to be common stock with one dollar \$1.00 in par value.

5. Incorporator.

The name and mailing address of the incorporator is: **Elio e. Muller Jr.**, 320 E. Kennedy Blvd., Suite 200, Tampa, Florida 33606.

6. Existence.

The Corporation is to have perpetual existence.

7. Liability of Stockholders.

The private property of the stockholders shall not be subject to the payment of corporate debts.

8. Initial Board of Directors

The corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial Director of the Corporation is:

Elio E. Muller Jr. 320 E. Kennedy Blvd., Suite 200 Tampa, Florida 33606

9. Bylaws

The power to adopt, alter, and amend or repeal Bylaws shall be vested in the Board of Directors and Shareholders.

10. Indemnification

The corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law.

11. Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon shareholders is subject to this reservation.

I, THE UNDERSIGNED, the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of **Florida**, do make this **Articles** of Incorporation, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 12th day of June, 2006.

Elio E. Muller Jr

State of Florida County of Hillsborough

SUBSCRIBED AND SWORN to (or affirmed) before me this 12 day of June, 2006, by **Elio E. Muller Jr.,** who is personally known to me or has produced identification. IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

Notary Public

My commission expires:

7/1/2009



CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Sections 48.091 and 607.034, Florida Statues, the following is submitted:

That MGIGATE INC. desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 320 E. Kennedy Blvd. Suite 200, Tampa, Florida 33606, has named Elio E. Muller, Jr. at 320 E. Kennedy Blvd. Suite 200, Tampa Florida 33606 as its agent to accept service of process within Florida. Dated: June 12, 2006

Elio E. Muller Jr., Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statues relative to the proper performance of my duties.

Elio E. Muller Jr. Registered Agent

State of Florida County of Hillsborough

SUBSCRIBED AND SWORN to (or affirmed) before me this 12 day of June, 2006; By Elio E. Muller Jr., who is personally known to me or has produced identification. IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

Notary Public

My commission expires:

ADA AGUILAR

Notary Public - State of Florida

My Commission Expires Jul 1, 20

Commission # DD 429123

Bonded by Netland Notary Ass

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