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FLORIDA PROFIT/NON PROFIT CORPORATION

MGR & ASSOCIATES, INC.

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

MGR & ASSOCIATES, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing of this corporation shall be:

8357 West FLAGLER ST #304 MIAMI, FL 33/44

ARTICLE III -SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100.

ARTICLES IV -INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

JOEGE FRANCISCO
6095 WEST 16 th AVE.
HACEAH, F. 33012

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ARTICLE V - INCORPORATOR

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

JOEGE FRANCISCO 16th AVE HIMARAH, FC. 33012

The undersigned incorporator has executed these Articles of Incorporation this day of October 2006.

ARTICLE VI- DIRECTOR (S)

The name(s) and street address (es) of the director(s) to these Articles of incorporation is (are):

FROM : LAZARUS

ROBERTO MORENO TOLICOT JOEGE FRANCISCO
1015 S.W 124 AVE
1015 S.W 124 AVE
1015 S.W 124 AVE
1015 S.W 124 AVE
11780 S.W TEENANDEZ.
11780 S.W V8 St. # 116 VICE - PRESIDENT
MIAMI, FL 33175

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

Having been named as Registered Agent and to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Registered Agent Signature