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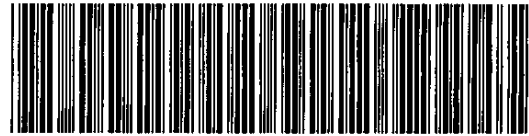
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LAW OFFICES
IVAN A. SCHERTZER

1190 NORTHEAST 163RD STREET
SUITE 347
NORTH MIAMI BEACH, FLORIDA 33162

IVAN A. SCHERTZER
JONI D. BLACHAR

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October 26, 2006

State of Florida
Division of Corporation
409 East Gaines Street
Tallahassee, Florida 32399

RE: Articles of Incorporation
MegaGroup Services, Inc.

Dear Sir/Madam:

Please find enclosed articles of incorporation for the above named corporation the sum of \$78.75 representing cost for filing articles of incorporation and for a certified copy of the articles in connection with the above referenced.

Further, I have enclosed a self addressed stamped enclosed to forward my certified copy of the articles.

Thank you for expediting this matter.

Sincerely,



IVAN A. SCHERTZER, ESQ.

IAS/crs

enc:

**ARTICLES OF INCORPORATION
OF
MegaGroup Services, Inc.**

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06 NOV 15 PM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, in order to form a corporation under and pursuant to the provisions of the Laws of Florida for the purposes set forth below, hereby subscribes to these Articles of Incorporation.

ARTICLE I: CORPORATE NAME.

The name of the corporation shall be **MegaGroup Services, Inc.**

ARTICLE II: NATURE OF BUSINESS AND POWERS.

The purposes and general nature of the business to be conducted and transacted by the corporation shall be as follows:

- A. To do and transact any and all business as permitted under the Laws of the State of Florida and the United States of America.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power carrying on its own business, or for the accomplishment of any of the purposes or attainment of the objects herein above specified, to make and perform contracts of any kind and description and to so any and all other acts, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

ARTICLE III: CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of \$1.00 per value. The amount of capital with which this corporation shall begin business shall be \$500.00

ARTICLE IV: TERM OF EXISTENCE.

The existence of this corporation shall be perpetual.

ARTICLE V: PRINCIPAL OFFICE.

The principal office of this corporation shall be located at 9781 ARBOR OAKS LANE, #302, BOCA RATON, FLORIDA 33428 c/o KATIA SABILLON.

ARTICLE VI: BOARD OF DIRECTORS.

The Board of Directors of this corporation shall consists of not less than one nor more than 5 members.

ARTICLE VII: INITIAL BOARD OF DIRECTORS.

The names and address of the first Board of Directors, who shall be subjected to these Articles of Incorporation, By-Laws, and the Laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as follows:

**KATIA SABILLON 9781 ARBOR OAKS LANE, #302
BOCA RATON, FLORIDA 33428**

ARTICLE VIII: INITIAL REGISTERED AGENT AND OFFICE.

The registered agent and the registered office for this corporation is:

**KATIA SABILLON
9781 ARBOR OAKS LANE, #302
BOCA RATON, FLORIDA 33428**

ARTICLE IX: SUBSCRIBERS.

The name and address of the subscriber to these Articles of Incorporation, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of \$500.00, the amount of capital with which this corporation shall begin business, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
KATIA SABILLON	9781 ARBOR OAKS LANE, #302 BOCA RATON, FLORIDA 33428	500	\$500.00

ARTICLE X: OFFICERS.

The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

KATIA SABILLON	President
KATIA SABILLON	Vice President
KATIA SABILLON	Secretary
KATIA SABILLON	Treasurer

ARTICLE XI: INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is

**KATIA SABILLON 9781 ARBOR OAKS LANE, #302
BOCA RATON, FLORIDA 33428**

ARTICLE XII: CONFLICT OF INTEREST.


No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

ARTICLE XIII: AMENDMENT.

These Articles of Incorporation may be amended in the manner provides 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 at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIV: ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT.

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Article of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.



**KATIA SABILLON
REGISTERED AGENT
9781 ARBOR OAKS LANE, #302
BOCA RATON, FLORIDA 33428**

IN WITNESS WHEREOF the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation as of the 31st day of OCTOBER, 2006.

BY:


KATIA SABILLON
President

STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BEFORE ME, a Notary Public, personally appeared **KATIA SABILLON**, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed tot he Articles of Incorporation.

WITNESS my hand and official seal at Miami-Dade County, Florida, this 31st day of October, 2006.


NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

