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### EXPRESS CORPORATE FILING SERVICE INC. Requestor's Name 1000 PONCE DE LEON BLVD. SUITE:101 Address (305) 444-4994 CORAL GABLES, FL 33134 City/State/Zip Phone # OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Certified Copy Walk in Pick up time Photocopy Mail out Certificate of Status Will wait NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/ Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger OTHER FILNGS REGISTRATION/ QUALIFICATION **Annual Report** Foreign

Limited Partnership

Examiner's Initials

Reinstatement

Trademark

Other

CR2E031(9/92)

Fictitious Name

Name Reservation

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#### ARTICLES OF INCORPORATION

07 JAN 17 AM 2: 22

**OF** 

SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### MSG MANAGEMENT, INC.

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

#### ARTICLE I NAME

The name of this corporation shall be:

MSG MANAGEMENT, INC.

Its principal place of business and/or mailing address shall be:

4500 NW 79<sup>th</sup> Avenue, Apt 2A Miami, Florida 33166

# ARTICLE II NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

## ARTICLE III AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 100 shares of Common Stock having a par value of \$0.01 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

#### ARTICLE IV TERMS OF EXISTENCE

The term of this Corporation shall commence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

## ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

255 University Drive Coral Gables, Florida 33134

The name of the initial registered agent of this Corporation at that address shall be:

Fernando S. Arán, Esquire

#### ARTICLE VI BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Director, which shall have one (1) director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

# ARTICLE VII DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

Miguel Angel Salazar 4500 NW 79<sup>th</sup> Avenue, Apt. 2A Miami, Florida 33166

#### ARTICLE VIII INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

Fernando S. Arán Arán Correa Guarch & Shapiro, P.A. 255 University Drive Coral Gables, Florida 33134

IN WITNESS WHEREOF, the undersigned incorporator has made and Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid of November, 2006.  Thusky 7  Fernando S. Arán Incorporator		
STATE OF FLORIDA )  SS.		
COUNTY OF DADE )		
THE FOREGOING instrument was acknowledged before me this		day of
January, 2007, by Fernando S. Arán, who is personally known to me or who	has produ	ced the
following as identification:	and who	did/did
not take an oath.		
Chererce		
Notary Public, State of Florida		
Name of Notary, Typed/Printed		
Commission Number		
My Connection DD483684  Expires 10/24/2009		

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## DESIGNATION AND ACCEPTANCE 07 JAN 17 AM 2: 22

**OF** 

SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, MSG MANAGEMENT, INC. having filed its Articles of Incorporation contemporaneously herewith, with its registered offices as indicated therein at 255 University Drive, Coral Gables, Florida 33134, has named Fernando S. Arán, Esquire, located thereat as its registered agent to accept service of process within this state.

Fernando S. Arán, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

Fernando S. Arán, Esquire Registered Agent.