Electronic Articles of Incorporation
For

MGM USA MANAGEMENT CORP

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:

MGM USA MANAGEMENT CORP

Article II

The principal place of business address:

12628 NW 56TH STREET
POMPANO BEACH, FL. US 33076

The mailing address of the corporation is:

12628 NW 56TH STREET
POMPANO BEACH, FL. US 33076

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:

FABRICIO DO CARMO CALIL
12628 NW 56TH STREET
POMPANO BEACH, FL.   33076

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

Registered Agent Signature: FABRICIO DO CARMO CALIL

Article VI

The name and address of the incorporator is:

FABRICIO DO CARMO CALIL
12628 NW 56TH STREET

POMPANO BEACH, FL 33076

Electronic Signature of Incorporator: FABRICIO DO CARMO CALIL

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: P
LUIZ FLAVIO CO CARVALHO
12628 NW 56TH STREET
POMPANO BEACH, FL.   33076 US

Title: VP
MGM SERVICOS ADMINISTRATIVOS LTDA
RUA CLOVIS MACHADO, 176
VITORIA, ES.   29050 BR

Article VIII

The effective date for this corporation shall be:

01/10/2015