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FLORIDA PROFIT/NON PROFIT CORPORATION MHG HOLDINGS, INC.

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**ARTICLES OF INCORPORATION
OF
MHG HOLDINGS, INC.**

The undersigned, acting as incorporator of MHG Holdings, Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is MHG Holdings, Inc. (the "Corporation").

ARTICLE II. ADDRESS

The principal and mailing address of the Corporation is:

1800 SE 10th Avenue, Suite 320
Fort Lauderdale, FL 33316

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having \$0.01 par value per share.

ARTICLE VI. DIRECTORS

The name and address of the initial Director of the Corporation is:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Andrew Dudzinski	Director	1800 SE 10th Avenue, Suite 320 Fort Lauderdale, FL 33316

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The Corporation designates 1800 SE 10th Avenue, Suite 320, Fort Lauderdale, FL 33316 as the street address of the initial registered agent of the Corporation and names Katherine Pajor as the Corporation's initial registered agent at that address to accept service of process within the State of Florida.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is Daniel Ramos, 701 Brickell Avenue, Suite 3300, Miami, FL 33131.

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The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on the 15th day of November, 2022.

/s/ Daniel Ramos

Daniel Ramos,
Sole Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That MHG Holdings, Inc. desiring to organize under the laws of the State of Florida with its initial registered agent's address as indicated in the Articles of Incorporation at 1800 SE 10th Avenue, Suite 320, Fort Lauderdale, FL 33316 has named Katherine Pajor as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 15th day of November, 2022.

/s/ Katherine Pajor

Katherine Pajor

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