

P95000009810

MTGI

270 S. W. 33rd Court,
Fort Lauderdale, Florida 33315
C/O Registered Agent
Stephen C. Skakandy
6519 Chasewood Dr., F-15
Jupiter Florida 33458

FILED
FEB -6 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED
FEB 6 1995
TALLAHASSEE, FLORIDA

JANUARY 4, 1995

RE: MTGI.
New Corporation Submission

W95000009810

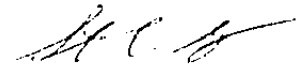
To Whom It may concern:

Enclosed herewith are the ARTICLES OF INCORPORATION for MTGI. The documents contain an original signature of an incorporator and are accompanied with payment via check in the amount of \$131.35. The fees are pursuant to advise supplied by the Division of Corporations \$122.5 fees and \$8.75 certificate fee.

Please process the documents and supply an official certificate to the undersigned.

If you need any additional information, please feel free to contact the Registered Agent at your convenience.

Sincerely,


Stephen C. Skakandy
Registered Agent

Steve Skakandy
Re: your call

need suffix

W95000001526
00678; 00678
00678

407 744 7564
If you need a corp.
suffix, add Inc.

NOTES JAN 20 1995
1989, 525
1989, 525



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

January 23, 1995

STEPHEN C. SKAKANDY
270 S.W. 33RD COURT
FT. LAUDERDALE, FL 33315

SUBJECT: MTGI
Ref. Number: W95000001526

We have received your document for MTGI and check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 595A00002603

MTG Inc.

270 S. W. 33rd Court,
Fort Lauderdale, Florida 33315
C/O Registered Agent
Stephen C. Skakandy
6519 Chasewood Dr., F-15
Jupiter Florida 33458

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, Florida 32314

JANUARY 30, 1995

RE: MTG INC.,
REF: W950000001526

To Whom it may concern:

Enclosed are the amended ARTICLES OF INCORPORATION for MTG Inc.

Please process the documents and supply an official certificate to the undersigned.

If you need any additional information, please feel free to contact the Registered Agent at your convenience.

Sincerely,


Stephen C. Skakandy
Registered Agent

ENCLOSURE

**ARTICLES
OF
INCORPORATION**

FOR

MTG Inc.

PREPARED BY:
STEPHEN C. SKAKANDY

RETURN TO:
STEPHEN C. SKAKANDY
6519 CHASEWOOD DR., #1
JUPITER FLORIDA 33458
(407) 744-7564
FAX 746-8567

ARTICLES OF INCORPORATION
OF
MTG Inc.

FILED
MTG Inc.
1988-01-21
11:00 AM

LET IT BE KNOWN:

WHEREAS The undersigned hereby associates themselves together for the purpose of becoming incorporated and forming a corporation under the following charter or articles of incorporation

ARTICLE I

The name of this corporation shall be:

MTG Inc.

ARTICLE II

The principal place of business and office in the state of Florida is to be located at:

**270 S.W. 33rd Court,
Fort Lauderdale, Florida 33315**

Furthermore, said mailing address shall be the same, and branches may be established in such places in the state of Florida and in the United States and in foreign countries as may from time to time be authorized by the Board of Directors.

ARTICLE III

This corporation shall be of perpetual existence.

ARTICLE IV

The number of Directors of this corporation shall not be less than two nor more than ten. The initial Board of Directors shall be Chaired by William Klimas with Martha Kerrigan as a member thereof.

MTG Inc.

ARTICLE IV-A

The originating directors of this corporation shall be two and they shall be the same as the incorporators, William Klimas and Martha Kerrigan, as listed in ARTICLE X hereof.

ARTICLE V

The private property of the stockholders shall not be subject to payment of corporate debts to any extent whatsoever.

ARTICLE VI

There shall be a President of this corporation who shall also be a Director, one or more Vice Presidents or Assistant Vice Presidents as the Board of Directors may from time to time determine, a Secretary and a Treasurer or assistants to such office. Such officers shall be chosen by the Board of Directors and shall hold office subject to the laws of the State of Florida or until their successors are elected and qualified. All of the officers, agents, and employees of the corporation shall have such powers and perform such duties as may be prescribed by the By-Laws or determined by the Board of Directors.

Any person may hold two or more offices, except that the President may not also be the Secretary or Assistant Secretary of the corporation.

The initial Corporation officers shall be:

President:	William Klimas	Vice President:	Martha Kerrigan
Secretary:	Angel Wengerd	Treasurer:	William Klimas

ARTICLE VII

The general nature of the business shall be as follows: The nature of the business and the object and purpose to be transacted, promoted and carried out are to do any or all of the things herein mentioned as fully and to the same extent as natural persons might or could do, and in any part of the world.

To engage in lawful business on behalf of itself, to promote directly or indirectly all phases of lawful business that would be accepted under the laws of the state of Florida or within general industry.

MTG Inc.

ARTICLE VII

To purchase, take, own, hold, deal, mortgage or otherwise lien and to lease, sell, exchange, convey, transfer, or in any manner whatsoever dispose of real or personal property within or without the state of Florida.

To acquire the good will, rights and property and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation, to pay for same in cash, stock of this company, bonds or otherwise; to hold or in any manner to dispose of the whole or any part of the property purchased, to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

To guarantee, purchase or otherwise acquire, hold, sell, assign transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds or other evidence of indebtedness created by other corporations and privileges of ownership, including the right to vote thereon, to the same extent as a natural person might or could do.

To purchase or otherwise acquire, apply for register, hold, use, sell or in any manner dispose of and to grant licenses to other rights in and in any manner deal with patents, inventions, improvements, processes, formulas, trademark, trade names, rights and licenses secured under letters, patents, copyrights or otherwise.

ARTICLE VIII

The total number of shares which this corporation authorized to issue is *ONE THOUSAND* (1,000) class "C" a common; shares, each with a par value of one (\$.01) cent and each such share carrying one votes.

ARTICLE IX

The minimum amount of capital with which this corporation will commence business is *FIVE HUNDRED \$ 500.⁰⁰/100 DOLLARS.*

MTG Inc.

ARTICLE X

The name and place of residence of each of the incorporators are as follows:

William Klimas:

14203 SW 26th Street
Fort Lauderdale Florida 33315

Martha Kerrigan:

1117 North East 18th Court
Fort Lauderdale Florida 33305

Stephen C. Skakandy:

6519 Chasowood Dr., F-15
Jupiter Florida 33458

ARTICLE XII

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida the Board of Directors is expressly authorized to:

- 1) To make, alter, amend and repeal the By-Laws;
- 2) To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose and to alter or abolish any such reserve;
- 3) To authorize a cause to be executed: mortgages, encumbrances, liens upon the property, assets and franchises of this corporation;
- 4) To designate, by resolution passed by a majority of the whole board, one or more committees, such to consist of two or more directors, which committees, to the extent provide in such resolution or in the By-Laws of the corporation, shall have any may exercise any or all of the powers of the Board of Directors in the management of the business and affairs of this corporation and have power to authorize the seal of this corporation to be affixed to all papers which may require it;

ARTICLE XII CONTINUED

- 5) From time to time to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of this corporation, or any of them other than the stock ledger shall be opened to the inspection of the stockholders and no stockholder shall have any right to inspect any account or book or document of the corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders.
- 6) To sell, lease or exchange all of its property and assets including its good will and its corporate franchise upon such terms and conditions and for such consideration which may be in whole or in part of stock in, and/or other securities of, any other corporation or corporations when and as authorized by the affirmative vote of the holders of a majority of the stock issued and outstanding having voting power given at a stockholder's meeting duly called for that purpose, or when authorized by the written consent of the holders of a majority of the voting stock issued and outstanding.
- 7) This corporation may in its By-Laws confer powers additional to the foregoing upon the directors, in addition to the powers and authorities expressly conferred upon them by law.

ARTICLE XII

If the By-Laws so provide, the stockholders and directors shall have the power to hold their meetings, to have an office or offices and to keep the books of this corporation outside the State of Florida at such places as may from time to time be designated by the By-Laws or by resolution of the Board of Directors.

ARTICLE XII

This corporation reserves the right to amend, alter change or repeal any provision contained in this certificate of incorporation in the manner now or hereafter prescribed and the law and all rights conferred on officers, directors and stockholders herein are granted subject to this reservation

MTGI

WE, *THE UNDERSIGNED*, being all of the incorporation, for the purpose of forming a corporation, under the laws of the State of Florida, do make this certificate of incorporation, hereby declaring and certifying that facts stated are true, and accordingly hereunto have set our respective hands and seals this 11th day of January, 1995 A.D.

BY: *Stephen C. Skakandy*

STATE OF FLORIDA)
)ss
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 11th day of January, 1995 A.D. by Stephen C. Skakandy, who is *PERSONALLY KNOWN TO ME* or who has produced _____ as identification and who did (didnot) take an oath.

NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires :

NOTARY PUBLIC, STATE OF FLORIDA
COMMISSION EXPIRES 4-1-96
COUNTY OF PALM BEACH, FLA.

Judith Newman
Judith Newman
cc083896 (printed name)

MTG Inc.

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

In concert with Chapter 48.091, Florida Statute, the following is submitted, in compliance with said ACT: (with reference to Chapter 76-209)

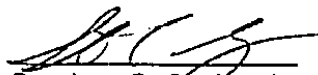
FIRST THAT:

desiring to organize under the laws of the State of Florida with its principal office as indicated in the articles of incorporation at the City of Fort Lauderdale, of Dade County, State of Florida has named Stephen C. Skakandy located at 6519 Chasewood Dr., #F, City of Jupiter, County of Palm Beach State of Florida, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office, conditions favorable

BY:


Stephen C. Skakandy
REGISTERED AGENT

FILED
FEB -5 PM 4:21
SECRETARY OF STATE