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FLORIDA DIVISION OF CORPORATIONS  
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NAME: MGKB, INC.  
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**ARTICLES OF INCORPORATION  
OF  
MGKB, INC.**

The Incorporator named herein does hereby subscribe to and file these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I  
NAME**

The name of this Corporation is:

**MGKB, INC.**

**ARTICLE II  
PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE III  
CAPITAL STOCK**

This Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE IV  
PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION**

The principal office and mailing address of this corporation is:

5310 N. W. 33rd Avenue  
Suite 219  
Fort Lauderdale, Florida 33309

Prepared by: William J. Gross, Esq.  
Bar No. 0898678  
Tripp, Scott, Conklin & Smith  
P.O. Box 14245  
Ft. Lauderdale, FL 33302  
(305)525-7500

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**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

Kenneth T. Barber  
5310 N.W. 33rd Avenue  
Suite 219  
Fort Lauderdale, Florida 33309

**ARTICLE VI  
PRE-EMPTIVE RIGHTS**

Each shareholder of the Corporation shall have full pre-emptive rights to acquire proportional amounts of the Corporation's unissued shares upon the decision of the Board of Directors to issue shares.

**ARTICLE VII  
INCORPORATOR**

The name and street address of the Incorporator is:

Kenneth T. Barber  
5310 N.W. 33rd Avenue  
Suite 219  
Fort Lauderdale, Florida 33309

**ARTICLE VIII  
INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than two (2). The names and addresses of the initial Directors of this corporation are:

<u>Name</u>	<u>Address</u>
Kenneth T. Barber	5310 N.W. 33rd Avenue Suite 219 Fort Lauderdale, Florida 33309

Martin Gregory

5310 N.W. 33rd Avenue

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Suite 219

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TALLAHASSEE, FLORIDA


ARTICLE IX  
INDEMNIFICATION

The corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent has executed these Articles of Incorporation this 12 day of August, 1996.

  
KENNETH T. BARBER, Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.

  
KENNETH T. BARBER, Registered Agent

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