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Florida Department of State

Division of Corporations **Public Access System** Sandra B. Mortham, Secretary of State

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To:

Division of Corporations

Fax Number : (850) 922-4001

from:

: FAS-T CORP. AGENTS, INC. Account Name

Account Number : 071001002335 : (305)599-0839 Phone

: (305)716-0346 Fax Number

FLORIDA PROFIT CORPORATION OR P.A.

MAC SERVICES CORP GROVE COP.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 9, 1998

FAS-T CORP.

SUBJECT: MAC SERVICES GROUP CORP.

REF: W98000025219

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan Document Specialist FAX Aud. #: H98000020776 Letter Number: 398A00054203

MAC SERVICES GROUP CORP.

The undersigned, for the purpose of forming a corporation under Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE ONE

NAME

The name of the corporation is:

MAC SERVICES GROUP CORP.

The principal place of business shall be: 1750 N.W. 96 AVENUE

Miami, Fl 33172

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual, commencing on the date of receipt and acknowledgment of the Articles by the Secretary of State.

ARTICLE THREE

The purpose for which the corporation is organized is to engage in any activity of business permitted under the laws of the United States and of this State.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the corporation shall have the authority to issue is 1,000,000 shares of capital stock with a par value of \$0,01 per share.

ONE MILLION (1,000,000) shares of the capital stocks of the corporation shall be issued for cash at a par value of \$0,01 per share. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time. The shares of the corporation are to be divided into classes.

Prepared by: Ines E. Franco

1750 N.W. 96 Avenue,

Miami, F1 33172 (305) 215-7793

ARTICLE FIVE

DIVIDENDS

The holders of the outstanding capital stock shall be entitled to receive when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

ARTICLE SIX

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata shares (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE SEVEN

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is:

Ines E. Franco 1750 N.W. 96 Avenue Miami, Fl 33172

ARTICLE EIGHT

INITIAL BOARD OF DIRECTORS

This corporation shall have (1) director initially. The number of directors may be increased or diminished from the time by the by-laws.

The name and address of the initial director is:

Ines E. Franco 1750 N.W. 96 Avenue Miami, Fl 33172

ARTICLE NINE

INCORPORATES

The name and address of the person signing these Articles is:

Ines E. Franco 1750 N.W. 96 Avenue Miami, Fl 33172

ARTICLE TEN

ACTION BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent as provided by law.

ARTICLE ELEVEN

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in regular or special meeting of the Boards of Directors by means of conference telephone as provided by law.

ARTICLE TWELVE

INDEMNIFICATION

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



ARTICLE THIRTEEN

AMENDMENT

The corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

STATE OF FLORIDA

SS:

COUNTY OF DADE

Before me, the undersigned authority, personally appeared, to me well known to be person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed said instrument for the purpose therein expressed.

WITNESS by hand and seal this day November

ALBERTO FERRO

Rotary Public, State of Florida

My Commisciplina Apr 10, 1999

No. CE451888

The name and address of the incorporator is

Ines E. Franco

1750 NW 96 Ave. NOTARY PUBLIC

Miami, Fl 33172

Signed and dated this 4 day of November 1998. I hereby am familiar with and accept the duties and responsibilities as registered agent for

Inea E. Franco REGISTERED AGENT

Incorporator

BEFORE ME, personally appeared being duly sworn, deposes and says that the statements contained in the foregoing statement are true and correct.

SWORN AND SUBSCRIBED before the this way

ALBERTO FERRO Hotary Public, State-of Florate My Comm. expires Ter 10, 1980

NOTARY PUBLIC