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TO: DIVISION OF CORPORATIONS

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CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: MSV INVESTMENTS, INC.

AUDIT NUMBER...... H98000023184

DOC TYPE..... FLORIDA PROFIT CORPORATION OR P.A.

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 14, 1998

EMPIRE

SUBJECT: MSV INVESTMENTS, INC.

REF: W98000027886

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.

The FAX audit number must be on the top and bottom of each page of the document.

THE INCORPORATOR'S ADDRESS NEEDS TO BE CONSISTENT WHEREVER IT APPEARS IN THE DOCUMENT.

If you have any further questions concerning your document, please call (850) 487-6926.

Tracy Augsburger Document Specialist

FAX Aud. #: E98000023184 Letter Number: 498A00058780

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# ARTICLES OF INCORPORATION

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OF

SEURETARY OF STATE TALLAHASSEE, FLORIDA

# MSV INVESTMENTS, INC.

#### ARTICLE I - NAME

The name of the corporation MSV Investments, Inc., located at 2121 Ponce de Leon, Blvd. 920, Coral Gables, FL 33134.

## ARTICLE II - DURATION

This corporation shall have perpetual existence.

#### ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this corporation is Magali Sosa, 2121 Ponce de Leon Blvd., Suite 920, Coral Gables, FL 33134.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than (1). The name and address of the initial Directors of this corporation is as follows:

Magali Sosa,
President
2121 Ponce de Leon, Blvd.
Suite 920
Coral Gables, FL 33134

THIS DOCUMENT WAS PREAPRED BY:
Magali Sosa, Esq. - Florida Bar No. 986828
2121 Ponce de Leon Boulevard,
Coral Gables, FL 33134 (305) 442.7442

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#### ARTICLE VII - BY-LAWS

The By-Laws of this corporation may be adopted, altered, amended or repealed by either the Stockholders or the Board of Directors.

#### ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any Officer or Director to the full extent permitted by law.

## ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE X - INCORPORATOR

The name and the address of the person signing these Articles is Magali Sosa, 2121 Ponce Leon, Blvd., Suite 920, Coral Gables, FL 33134.

#### ARTICLE XL- AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 11th day of Decomber, 1998.

Maggii Sosa, Esquire

2121 Ponce de Leon Blvd.

Suite 920

Coral Gables, FL 33134

## H98000023124

## ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 11h DAY OF DECEMBER, 1998.

Magah Sosa

Registered Agent

STATE OF FLORIDA )

)SS

COUNTY OF DADE

BEFORE ME, a notary public authorized in the State and County set forth above, personally appeared Magali Sosa personally known to me or who has produced a Florida driver's license and who as Incorporator, executed the foregoing MSV Investments, Inc., and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 11th day of December, 1998.

NOPARY PUBLIC

My Commission Expires:

AILIN CANALS

COMMISSION & CC 438207

EXPINES JAN 31,1999

COFFICE ATLANTIC BONDING CO., INC.

98 DEC 15 PM 12: 20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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