

**Commonwealth of Kentucky
Trey Grayson, Secretary of State**

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Secretary of State
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Articles of Incorporation

PAI

For the purposes of forming a business corporation in Kentucky pursuant to KRS Chapter 271B, the undersigned incorporator hereby submits the following Articles of Incorporation to the office of the Secretary of State for filing:

Article I: The name of the company is

MGM Incorporated

Article II: The street address of the company's initial registered office in Kentucky is

278 White Station Road, Berea, KY 40403

and the name of the initial registered agent at that address is **Rick Marcum**

Article III: The mailing address of the company's initial principal office is

278 White Station Road, Berea, KY 40403

Article IV: The name and mailing address of each incorporator is

Rick Marcum 278 White Station Road, Berea, Kentucky 40403

Article V: The number of shares the corporation is authorized to issue is **100**

Executed by the Incorporator on Wednesday, March 25, 2009

Signature of Incorporator: **Rick Marcum**

I, **Rick Marcum**, consent to serve as the registered agent on behalf of the corporation.

Signature of registered agent or individual signing on behalf of the company serving as registered agent:

Rick Marcum