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2005 JAN 14 PM 3:12
TALLAHASSEE FLORIDA
STATE

J 1/20/05

TRANSMITTAL LETTER

2005 JAN 14 PM 3:12

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

STATE
TALLAHASSEE FLORIDA

SUBJECT: MAGACOL, INC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: ~~DA~~ DANE T. STANISH, ESQ.
Name (Printed or typed)

2000 POLK ST
Address

HOLLYWOOD FL 33020
City, State & Zip

(954) 923-0524
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

MAGACOL, INC.

2005 JAN 14 PM 3:12

STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION, IS A NATURAL PERSON COMPETENT TO CONTRACT AND HEREBY FORMS A CORPORATION FOR PROFIT UNDER CHAPTER 621, FLORIDA STATUTES AND PURSUANT TO THE PROVISIONS OF THE STATUTES OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, LIABILITIES, PRIVILEGES AND IMMUNITIES OF A CORPORATION FOR PROFIT, DOES HEREBY CERTIFY AS FOLLOWS:

ARTICLE I. NAME OF CORPORATION

The name of the corporation is and shall be:

MAGACOL, INC.

ARTICLE II. MAILING ADDRESS AND PRINCIPAL PLACE OF BUSINESS

The mailing address and principal place of business of the corporation shall be at **1446 Hayes Street, Apt. 1, Hollywood, Florida 33020**, with the privilege of having additional offices at other places within the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time shall be ten thousand (10,000) shares of common stock at no par value. There shall be only one (1) class of shares.

ARTICLE IV. STATED CAPITAL AND INITIAL STOCK SUBSCRIPTION

The amount of capital with which the corporation shall commence business shall not be less than five hundred and no/100 (\$500.00) dollars. The incorporator named hereinafter agrees to purchase ten thousand (10,000) shares for the consideration of \$500.00.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the corporation shall be at **1446 Hayes Street, Apt. 1, Hollywood, Florida 33020**.

ARTICLE VI. INCORPORATOR

Angel C. Maldonado is the incorporator and his address is **1446 Hayes Street, Apt. 1, Hollywood, Florida 33020.**

ARTICLE VII. GENERAL PURPOSE OF CORPORATION

The general purposes for which this corporation is being organized is general business.

ARTICLE VIII. BOARD OF DIRECTORS

The number of directors constituting the board of directors shall be seven and the names and addresses of the persons who are to serve as directors are:

<u>NAME</u>	<u>ADDRESS</u>
Angel C. Maldonado	1446 Hayes Street, Apt. 1 Hollywood, Florida 33020
Nydia G. De Maldonado	1446 Hayes Street, Apt. 1 Hollywood, Florida 33020
Nayibe Maldonado	1446 Hayes Street, Apt. 1 Hollywood, Florida 33020
Jorge Maldonado	1446 Hayes Street, Apt. 1 Hollywood, Florida 33020
Delma E. Maldonado	1446 Hayes Street, Apt. 1 Hollywood, Florida 33020
Carmen E. Maldonado	1446 Hayes Street, Apt. 1 Hollywood, Florida 33020
Heidy A. Maldonado	1446 Hayes Street, Apt. 1 Hollywood, Florida 33020

ARTICLE IX. GENERAL POWERS

This corporation shall have all powers which a corporation of this nature under the laws of the State of Florida may legally exercise, including but not limited to all of those powers enumerated and set forth in Section 607.0302, Florida Statutes.

ARTICLE X. OFFICERS

The officers of this corporation shall consist of a president, a secretary, and a treasurer, each of whom shall be elected by the board of directors in the manner and at the time prescribed in the by-laws of the corporation. Such other officers and assistant officers and agents as may be deemed necessary may be elected or appointed by the board of directors or chosen in such other manner as may be prescribed by the by-laws. Any two or more offices may be held by the same person.

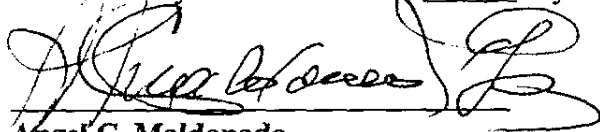
The initial officers of this corporation and their addresses are:

<u>NAME</u>	<u>ADDRESS</u>	<u>POSITION</u>
Angel C. Maldonado	1446 Hayes Street, Apt. 1 Hollywood, Florida 33020	President
Nydia G. de Maldonado	1446 Hayes Street, Apt. 1 Hollywood, Florida 33020	Vice President

ARTICLE XI. DURATION OF CORPORATE EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved according to law; corporate existence shall commence upon the filing of these Articles of Incorporation by the Department of State.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 26th day of July, 2004.


Angel C. Maldonado

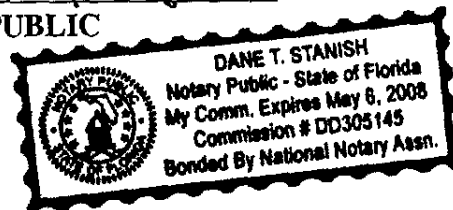
STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared **ANGEL C. MALDONADO** to me well known as the person described in and who executed and subscribed to the foregoing Articles of Incorporation and he acknowledged before me that he executed and subscribed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Hollywood, Florida, in said County and State, this 26 day of July, 2004.


NOTARY PUBLIC

My Commission Expires:



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

Pursuant to Sections 607.0501 and 48.091, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is **MAGACOL, INC.**
2. The name and address of the registered agent and office is:

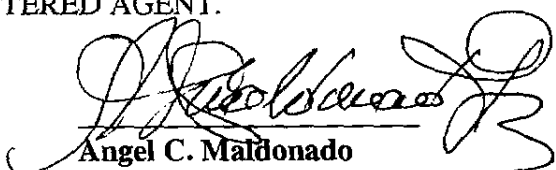
**Angel C. Maldonado
1446 Hayes Street, Apt. 1
Hollywood, Florida 33020**


Angel C. Maldonado

2/26/04
Date

STATE
ALLAHSEE FLORIDA
2005 JAN 14 PM 3:12

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


**Angel C. Maldonado
Registered Agent**

2/26/04
Date