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Florida Department of State  
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To:

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**MAGIC COATING SYSTEMS CORPORATION**

Certificate of Status	0
Certified Copy	0
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**ARTICLES OF INCORPORATION  
OF**

**MAGIC COATINGS SYSTEMS CORPORATION**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the Corporation shall be:

**MAGIC COATINGS SYSTEMS CORPORATION**

The address of the principal office of this Corporation shall be: 617 Strait Avenue, Port St. Lucie, Florida 34983, and the mailing address shall be the same.

**ARTICLE II. NATURE OF BUSINESS**

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is two thousand (2,000) shares of common stock having \$1.00 par value per share.

Prepared by: Law Offices of Irina Nemtsev, P.A.  
20801 Biscayne Boulevard, Suite 505  
Aventura, FL 33180  
(305) 933-0523  
Fl. Bar No.: 0086037

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**ARTICLE IV. SHAREHOLDERS' RESTRICTIVE AGREEMENT**

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the right of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the corporation.

**ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the Corporation shall be 20801 Biscayne Boulevard, Suite 505, Aventura, Florida 33180, and the name of the initial registered agent of the Corporation at that address is IRINA NEMTSEV, ESQ.

**ARTICLE VI. TERMS OF EXISTENCE**

This Corporation is to exist perpetually.

**ARTICLE VII. OFFICERS AND DIRECTORS**

This Corporation shall have three [3] directors. The name and street address of the initial directors who shall hold office for the first year of the Corporation, or until his successor is elected or appointed is:

VITALY BEDERAK  
Director/President

637 Sweetbay Avenue  
Port St. Lucie, FL 34983

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SERGEY KAUFMAN  
Director/Vice-President

617 Strait Avenue  
Port St. Lucie, FL 34983

VLADIMIR MAZOR  
Director/Secretary  
Treasurer

637 Sweetbay Avenue  
Port St. Lucie, FL 34983

#### ARTICLE VIII. BY-LAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation.

#### ARTICLE IX. EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### ARTICLE X. AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

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ARTICLE XI. INCORPORATOR

The name and street address of the incorporator to these  
Articles of Incorporation:

Irina Nemtsev, Esq.


20801 Biscayne Boulevard  
Suite 505  
Aventura, FL 33180

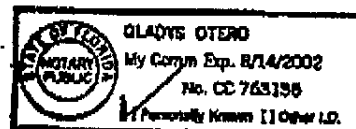
IN WITNESS WHEREOF, the undersigned subscribing incorporator  
has hereunto set her hand and seal on this 2<sup>nd</sup> day of  
March, 2000.

  
Irina Nemtsev, Esq.  
Incorporator

STATE OF FLORIDA           )  
COUNTY OF MIAMI-DADE   )

The foregoing Articles of Incorporation of **MAGIC COATINGS  
SYSTEMS CORPORATION** was acknowledged before me this 2<sup>nd</sup> day of  
March, 2000, by Irina Nemtsev, Esq. who is personally  
known to me.

  
NOTARY PUBLIC  
My Commission Expires:



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ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
IRINA NEMTSEV, ESQ.

Date: March 2, 2000

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