

TRANSMITTAL LETTER

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

PO100000074S1

**SUBJECT:** PMC Magna Corporation

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

200003553442--7  
-01/18/01--01035--018  
\*\*\*\*137.50 \*\*\*\*137.50

**FEES:**

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

**OPTIONAL:**

Certificate of Status	\$ 8.75
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**FROM:** Larry V. Bishins

Name (Printed or typed)

4548 North Federal Highway

Address

Fort Lauderdale, FL 33308

City, State & Zip

954-772-7900

Daytime Telephone number

FILED  
01 JAN 18 PM 3:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## CERTIFICATE OF DOMESTICATION

The undersigned, Alan Ainsley, President,  
(Name) (Title)  
of PMC Magna Corporation a foreign Corporation,  
(Corporation Name)  
in accordance with F.S., 607.1801, does hereby certify:

1. The date on which corporation was first formed was April 23, 1999.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Nevada.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was PMC Magna Corporation.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is PMC Magna Corporation.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was Florida.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Alan Ainsley, of PMC Magna Corporation  
and am authorized to sign this certificate of Domestication on behalf of the corporation and have done  
so this the 12th day of January, 2001.



(Authorized Signature)

Filing Fee:	
Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

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Articles Of Incorporation  
Of  
PMC MAGNA CORPORATION

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is PMC MAGNA CORPORATION

ARTICLE II - LOCATION

The principal office of this corporation is to be located at 2000 Palm Beach Lakes Blvd., Suite 777, County of Palm Beach, West Palm Beach, Florida 33405.

ARTICLE III - NATURE OF BUSINESS

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

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is twenty-five thousand (25,000) shares of common stock, without a nominal or par value.

Prepared By:  
Larry V. Bishins, Esq.  
4548 North Federal Highway  
Fort Lauderdale, FL 33308  
(954) 772-7900  
Fla Bar No. 178986

ARTICLE V - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of this corporation is 4548 No. Federal Highway, Fort Lauderdale, FL 33308, and the name of the initial registered agent of this corporation at that address is Larry V. Bishins.

ARTICLE VI - DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the Stockholders, but shall never be less than one (1).

ARTICLE VII - INITIAL DIRECTORS

The name and street address of the first Board of Directors who shall hold office until successors are elected and have qualified are as follows:

Alan Ainsley  
2000 Palm Beach Lakes Blvd., Suite 777  
West Palm Beach, FL 33409

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Larry V. Bishins, 4548 No. Federal Highway, Fort Lauderdale, FL 33308.

ARTICLE IX - EFFECTIVE DATE

The date when the corporate existence shall begin shall be the date of subscription and acknowledgment stated herein if this

Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, and are subsequently approved by the Secretary of State and all filing fees and taxes paid; otherwise, it shall be the date when the Articles of Incorporation are filed in the Office of the Secretary of State and approved.

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting the intention that a certain amendment of these Articles of Incorporation be made.

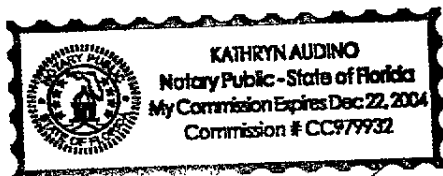
IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 17th day of January, 2001.



Larry V. Bishins

STATE OF FLORIDA )  
COUNTY OF Broward )

The foregoing instrument was acknowledged before me this 17th of January, 2001 by Larry V. Bishins.

  
Notary Public

Personally known ✓ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

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

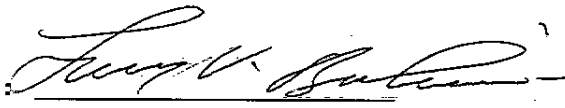
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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

FIRST -- PMC MAGNA CORPORATION desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 2000 Palm Beach Lakes Blvd., Suite 777, West Palm Beach, County of Palm Beach, State of Florida, has named Larry V. Bishins, 2000 Palm Beach Lakes Blvd., Suite 777, West Palm Beach, Florida 33405, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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 provisions of said Act relative to keeping open said office.

January 17, 2001

By:   
Larry V. Bishins  
Resident Agent

**FILED**  
01 JAN 18 PM 3:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA