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ARCHIE J. RYAN III  
TIMOTHY M. RYAN  
CHRISTOPHER J. RYAN\*  
\*Board Certified City,  
County and Local  
Government Lawyer

TELEPHONE (954) 920-2921  
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November 2, 2001

Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: MAGIC DISCOUNT, INC.  
Our File Number : 16803-C

800004665488--7  
-11/05/01--01031--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Gentlemen:

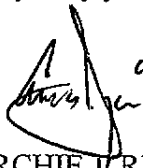
Enclosed please find the original Articles of Incorporation and Certificate Designating Registered Agent for the above-named corporation which we request you file in your official file, along with a copy of the Articles of Incorporation and Certificate Designating Registered Agent which we request you certify and return to our office.

Also enclosed please find our Trust Account Check Number 15054, payable to Florida Department of State in the sum of \$78.75, to cover the following items:

Filing Fees	\$ 35.00
Certified Copy	8.75
Registered Agent Designation	<u>35.00</u>
Total:	<u>\$ 78.75</u>

Thank you for your assistance in this matter.

Very truly yours,

  
ARCHIE J. RYAN III

AJR-III:lr  
Encls.

FILED  
01 NOV -5 PM 4:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. McKnight NOV 05 2001

# **ARTICLES OF INCORPORATION**

**OF**

**MAGIC DISCOUNT, INC.**

I, THE UNDERSIGNED, desiring to form a corporation under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporations for profit, DO HEREBY CERTIFY AS FOLLOWS:

## **ARTICLE I**

### **NAME OF CORPORATION**

The name of the corporation shall be: **MAGIC DISCOUNT, INC.**

## **ARTICLE II**

This corporation shall have perpetual existence unless sooner dissolved according to law.

## **ARTICLE III**

### **GENERAL NATURE OF BUSINESS**

The general nature of business of this corporation shall be as follows:

1. The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.
2. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida, upon corporations for profit.

**FILED**  
**01 NOV -5 PM 4:01**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE IV**  
**CAPITAL STOCK**

The amount of the authorized capital stock of this corporation shall be ONE THOUSAND SHARES (1,000) shares of common stock, with a par value of One Dollar (\$1.00) per share. All of said stock shall be payable in cash, property, labor or services, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

**ARTICLE V**  
**PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this corporation shall be at 6202 White Oak Lane, Tamarac, Florida, 33319, with the privilege of having branch offices at other places within or outside the State of Florida, and within or outside the United States of America, and the name of its registered agent and initial registered office are WISAM FAOOR, 6202 White Oak Lane, Tamarac, Florida, 33319.

**ARTICLE VI**  
**AMOUNT OF CAPITAL TO BEGIN BUSINESS**

The amount of capital with which this corporation shall commence business shall not be less than Five Hundred and 00/100 (\$500.00) Dollars.

**ARTICLE VII**  
**NUMBER OF DIRECTORS**

The number of directors of this corporation shall not be less than one (1) nor more than five (5).

**ARTICLE VIII**

**DIRECTORS**

The names and post office addresses of the first Board of Directors of this corporation shall be one (1) in number, and who shall hold office for the first year, or until their successors are elected and have qualified, shall be:

WISAM FAOOR  
6202 White Oak Lane  
Tamarac, Florida 33319

**ARTICLE IX**

**INCORPORATOR**

The name and address of the incorporator to the Articles of Incorporation is:

WISAM FAOOR  
6202 White Oak Lane  
Tamarac, Florida 33319

**ARTICLE X**

**SPECIAL CHARTER PROVISIONS**

Directors and Officers of this corporation need not be Stockholders.

**ARTICLE XI**

**SUBCHAPTER "S" DESIGNATION**

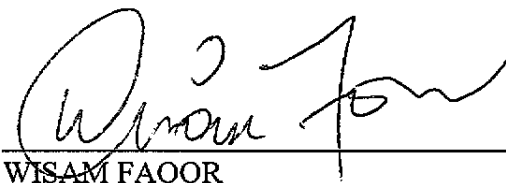
This corporation shall be designated as a Subchapter "S" corporation as such term is defined in the Internal Revenue Code.

**ARTICLE XII**

**DATE OF COMMENCEMENT**

The date of commencement of corporate existence of this corporation shall be on the date these Articles of Incorporation are filed with the Florida Department of State.

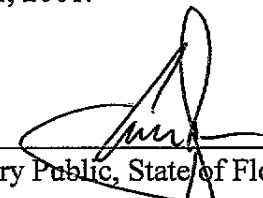
IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 26th day of October, 2001.

  
\_\_\_\_\_  
WISAM FAOOR

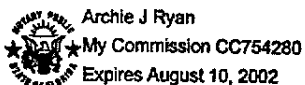
STATE OF FLORIDA       )  
                                      )  
COUNTY OF BROWARD    ).

PERSONALLY APPEARED before me, the undersigned authority, WISAM FAOOR, to me well known to be 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 to the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at City of Dania Beach, Broward County, Florida, this 26th day of October, 2001.

  
\_\_\_\_\_  
Notary Public, State of Florida  
Printed Name: **ARCHIE J. RYAN III**

My Commission Expires:



STATE OF FLORIDA

DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agency Upon Whom Process May be Served and Name and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48-091, Florida Statutes.

**MAGIC DISCOUNT, INC.**

a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 6202 White Oak Lane, in the City of Tamarac, County of Broward, State of Florida, has named WISAM FAOOR, located at 6202 White Oak Lane, in the City of Tamarac, County of Broward, State of Florida, as its agent to accept service of process within this state.

**OFFICERS:**

<u>NAME</u>	<u>TITLE</u>	<u>SPECIFIC ADDRESS</u>
WISAM FAOOR	President	6202 White Oak Lane
	Secretary/Treasurer	Tamarac, Florida 33319

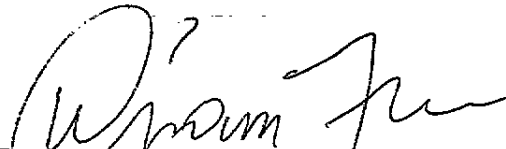
**BOARD OF DIRECTORS:**

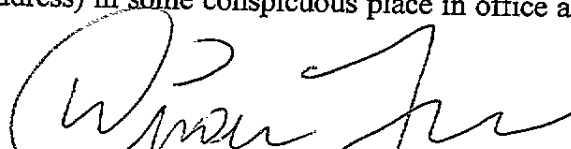
WISAM FAOOR	6202 White Oak Lane
	Tamarac, Florida 33319

Dated this 26th day of October, 2001.

**ACCEPTANCE:**

I agree, as Resident Agent, to accept service of process, to keep the office open during prescribed hours, and to post my name (and any other officers of said Corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

  
WISAM FAOOR, President

  
WISAM FAOOR, Registered Agent

FILED  
01 NOV -5 PM 4:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA