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(Requestor's Name)

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(City/State/Zip/Phone #)

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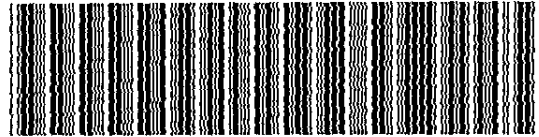
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STATE  
TALLAHASSEE  
SECRET

**JAMES M. GUEST, P.A.**

CERTIFIED PUBLIC ACCOUNTANT

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15600 S.W. 288 STREET - SUITE 201  
HOMESTEAD, FLORIDA 33033  
(305) 248-0861  
Fax (305) 245-2326

50 KINDRED STREET- SUITE 201  
STUART, FL 34994  
(772) 286-9005  
1-800-314-1019  
Fax (772) 286-5030

**July 15, 2003**

**Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Fl. 32319**

**RE: Articles of Incorporation  
MAGIC CITY INDUSTRIAL & PROFESSIONAL SERVICES, INC.**

**Dear Sir/Madam:**

**In reference to the above, please find enclosed original and one(1) copy of Articles of Incorporation to be filed with the Secretary of State, State of Florida. Also, enclosed is my check in the amount of \$87.50 which represents \$35.00 for filing fee, \$35.00 for Registered Agent Fee, \$8.75 for Certified Copy and \$8.75 for Certificate of Status. Please return the Certified copy of the Articles of Incorporation .**

**If you have any questions, please feel free to contact me.**

**Sincerely,**

**James M. Guest**

**JAMES M. GUEST, CPA**

**JMG/nsb  
Enclosures**

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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**ARTICLES OF INCORPORATION**  
**OF**  
**MAGIC CITY INDUSTRIAL & PROFESSIONAL SERVICES, INC.**

I, the undersigned, as a proper person acting as incorporator of a Corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

**ARTICLE I**  
**CORPORATE NAME**

The name of the Corporation is: **MAGIC CITY INDUSTRIAL & PROFESSIONAL SERVICES, INC.**

**ARTICLE II**  
**TERM OF EXISTENCE**

The period of its duration is: The Corporation shall have perpetual existence.

**ARTICLE III**  
**NATURE OF BUSINESS**

The purpose of the Corporation is : The general nature of the business is to be transacted by this Corporation is to engage in any all business permitted under the laws of the United States and the State of Florida.

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

The maximum number of authorized shares of this Corporation is: One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

**ARTICLE V**  
**REGISTERED AGENT**

The address of the initial registered office of this Corporation is:

**15600 SW 288TH STREET, #201  
HOMESTEAD, FL. 33033**

and the name of its initial registered agent at such address is:

**JAMES M. GUEST  
JAMES M. GUEST, CPA, P.A.  
15600 SW 288TH STREET, #201  
HOMESTEAD, FL. 33033**

**ARTICLE VI**  
**PRINCIPAL PLACE OF BUSINESS**

Address of the principal place of business is: **15600 SW 288<sup>TH</sup> STREET, SUITE 201,  
HOMESTEAD, FL. 33033**

**ARTICLE VII**  
**INITIAL DIRECTOR**

The number of directors constituting the initial Board of Directors of the Corporation is  
One (1) and the name and address of the person who is to serve as Director until its first  
annual meeting of shareholders or until their successors are elected and shall qualify are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
<b>FRANKLIN FERGUSON</b>	<b>C/O JAMES M. GUEST, CPA, P.A. 15600 SW 288<sup>TH</sup> STREET, #201 HOMESTEAD, FL. 33033</b>

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of each incorporator is:

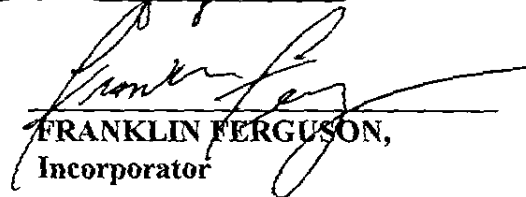
<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
<b>FRANKLIN FERGUSON</b>	<b>C/O JAMES M. GUEST, CPA, P.A. 15600 SW 288<sup>TH</sup> STREET, #201 HOMESTEAD, FL. 33033</b>

**ARTICLE IX**  
**INITIAL OFFICERS**

The person or persons named below as Initial Officers shall hold their respective offices for the first year of existence of this Corporation or until a successor is elected or appointed and has qualified, whichever occurs first:

<b>PRESIDENT</b>	<b>FRANKLIN FERGUSON</b>
<b>VICE PRESIDENT</b>	<b>FRANKLIN FERGUSON</b>
<b>SECRETARY</b>	<b>FRANKLIN FERGUSON</b>
<b>TREASURER</b>	<b>FRANKLIN FERGUSON</b>

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation, this 14<sup>th</sup> day of July, 2003.

  
FRANKLIN FERGUSON,  
Incorporator

STATE OF FLORIDA       )  
                                  ) ss:  
COUNTY OF MIAMI DADE)

BEFORE ME, a Notary Public, personally appeared, **FRANKLIN FERGUSON** to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation.

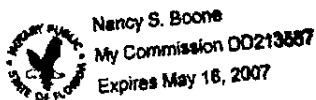
WITNESS my hand and official seal in Miami-Dade County, Florida, this 14<sup>th</sup> day of July, 2003.

  
NOTARY PUBLIC, State of Florida

My Commission expires:

(SEAL)

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

Pursuant to Chapter 607.0501 Florida Statutes, the following is submitted in compliance with said Act:

That **MAGIC CITY INDUSTRIAL & PROFESSIONAL SERVICES, INC.** desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in Homestead, County of Miami Dade, State of Florida, has named **JAMES M. GUEST, JAMES M. GUEST, CPA, P.A.** located at 15600 SW 288TH STREET, SUITE 201, HOMESTEAD, FL. 33033, of Miami Dade County, State of Florida, as its agent to accept service of process within the State.

ACKNOWLEDGMENT

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

Dated this 14<sup>th</sup> day of July, 2003.

  
\_\_\_\_\_  
JAMES M. GUEST

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TALLAHASSEE, FLORIDA  
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