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PLEASE GIVE ORIGINAL SUBMISSION  
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FLORIDA PROFIT CORPORATION OR P.A.

MAGIC SILVER 26, INC.

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**ARTICLES OF INCORPORATION**

**OF**

**MAGIC SILVER 26, INC.**

**ARTICLE I**

The name of the corporation is Magic Silver 26, Inc. (the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is University Avenue, Chorro-Coliseo, Zulia Building, Caracas, Venezuela.

**ARTICLE III**

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Capital Stock having a par value of \$0.01 per share.

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE V**

The street address of the Corporation's initial registered office is 103 North Meridian Street, Lower Level, Tallahassee, FL 32301, and the name of its initial registered agent at such office is CorpDirect Agents, Inc.

**ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is two (2), and the names and addresses of the members of the initial Board of Directors, who are to serve as the Corporation's directors until successors are duly elected and qualified are:

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Ruben Dichy Mizrahi  
University Avenue  
Chorro-Coliseo  
Zulia Building  
Caracas, Venezuela

Rafael Encaoua Levy  
University Avenue  
Chorro-Coliseo  
Zulia Building  
Caracas, Venezuela

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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#### ARTICLE VII

The name of the Incorporator is Victoria Sanchez and the address of the Incorporator is 1221 Brickell Avenue, Miami, FL 33131.

#### ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 25<sup>th</sup> day of March 2004.

  
Ruben Dichy Mizrahi, Incorporator

#### ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of Magic Silver 26, Inc. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

  
CORP DIRECT AGENTS, INC.  
Agent for the Registered Agent

Dated: March 25<sup>th</sup>, 2004

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