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04 JUL -6 PH 2: 00

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

July 1, 2004

Attention: New Filing Section

Enclosed you will find the Articles of Incorporation of M & A Gifts, Inc., along with a check in the amount of \$ 78.75 for filing fees.

Please return validated articles of incorporation and certificate To:

Mike Diaz C/O Downtown Business Services 7345 Sand Lake Rd. Ste. # 412 Orlando, Florida 32819

Cordially,

Mike Diaz

04 JUL -6 PH 2: 00

## ARTICLES OF INCORPORATION

OF

M & A GIFTS, INC.

ARTICLE I - NAME

The name of this corporation is:

M & A Gifts, Inc.

# ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

# 5150 W. Irlo Bronson Memorial Hwy Kissimmee, FL 34746

# ARTICLE III - GENERAL NATURE

The general nature of the business to be transacted by this corporation is to engage in any and all business activities permitted under the laws of the State of Florida, including but not limited to Retail Gifts Store

### **ARTICLE IV - SHARES**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is five hundred (500) shares of common stock have a par value of \$ 1.00 per share.

# ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

David Portlock 7345 Sand Lake Road # 412 Orlando, Florida 32819 04 JUL -5 FN 2:00

### ARTICLE VI - DIRECTORS

This corporation shall initially have one (1) director. The number of directors may be increased from time to time by the by-laws adopted by the stockholders but shall never be less than one. The people named as initial directors shall hold office for the first year of the existence of this corporation or until his successors are elected or appointed and have qualified whichever comes first.

The name of the initial directors of this corporation and their street address are:

Adwan Munasar 2735 Wallace Avenue Bronx, New York 10467

# ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Adwan Munasar 2735 Wallace Avenue Bronx, New York 10467

### ARTICLE VIII - TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on the date of the filing of these articles.

### **ARTICLE IX - AMENDMENTS**

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 Shareholder's Meeting by at least a majority of the stock entitled to vote, unless all the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

## **ARTICLE X - SECTION 1244**

The subscriber desires the corporate stock be issued pursuant to Section 1244 of the Internal Revenue Code and to be taxed as a Subchapter S Corporation.

## **ARTICLE XI - OFFICERS**

President:

Adwan Munasar 2735 Wallace Avenue Bronx, New York 10467

IN WITNESS WHEREOF the undersigned as incorporator has executed the foregoing Articles on this 1st day of July 2004

Adwan Munasar- Incorporator

STATE OF FLORIDA

**COUNTY OF ORANGE** 

Adwan Munasar acknowledged the foregoing instrument before me this, the 1<sup>st</sup> day of July 2004 on behalf of the corporation. He is personally known to me and did not take an oath.

MY COMMISSION # DD 099219 Expries: April 30, 2006

ACCEPTANCE OF REGISTERED AGENT

Having been named in these Articles of Incorporation as Registered Agent to accept service of process for the above named corporation, at the place designated in Article V, the undersigned accepts the designation as Registered Agent and agrees to act in this capacity and agrees to comply with the provision of Florida law relative to keeping the designated office open.

David Portlock-Registered Agent

# STATE OF FLORIDA

# **COUNTY OF ORANGE**

The foregoing instrument was acknowledged before me this the 1<sup>st</sup> day of July 2004 by David Portlock on behalf of the corporation. He is personally known by me and did not take an oath.

Notary Public

MY CC

MIGUEL A. DIAZ MY COMMISSION # DD 089219 EXPRES: April 30, 2006

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