

# POS000158051

Florida Department of State  
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DIVISION OF CORPORATIONS

## FLORIDA PROFIT CORPORATION OR P.A.

### Abracadabra, Inc.

Certificate of Status	0
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## ARTICLES OF INCORPORATION

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OF

ABRACADABRA, INC.

## ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is **Abracadabra, Inc.** and its principal place of business shall be located at 820 Lavers Circle, Delray Beach, FL 33444.

## ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

## ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any lawful business.

## ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue two hundred (200) shares of common stock at \$1 (one) par value, which shall be designated as "Common Shares."

## ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is Mark Penzer, P.A., 7023 Loch Isle Drive South, Miami Lakes, FL 33014-2024, and the name of the initial registered agent of this corporation at that address is Mark Penzer.

## ARTICLE VII - DIRECTORS

Initially, this corporation shall have two (2) Directors who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than two (2) directors constituting the initial Board of

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Directors. The number of Directors may be changed from time to time by the Bylaws. The names and addresses of the initial directors are:

Aura Maria Chavez, 820 Lavers Circle, Delray Beach, FL 33444  
Monica Lasky, 820 Lavers Circle, Delray Beach, FL 33444.

### ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is Mark Penzer, 7023 Loch Isle Drive south, Miami Lakes, FL 33014.

### ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform her or his duties as an officer or director as provided §607.0831, Florida Statutes (1990).

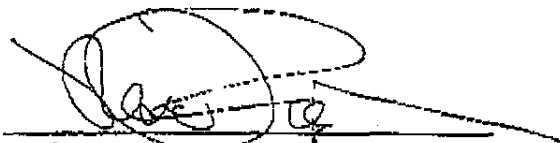
### ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

Dated: December 1, 2005 2005

By



Printed Name: Mark Penzer,  
Incorporator

### ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this

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capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 12-01-2005, 2005

By 

Printed Name: Mark Penzer,  
Registered Agent

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