

11/2/83 3:45 PM FROM: A&P Company CPA Ariz. Company, CPA P. TO: 185-017638 PAGE: 001 of 005
Division of Corporations Page 1 of 1

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Florida Department of State

9/9/2008

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DIVISION OF CORPORATION
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2008 SEP 10 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

**MAGIC ATTRACTIONS & AMUSEMENT,
INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the law of the State of Florida.

ARTICLE I

The name of this corporation shall be:

**MAGIC ATTRACTIONS & AMUSEMENT,
INC.**

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purpose proposed to be transacted and carried on by this corporation are to do any and all of the things, as fully and to the same extent as natural persons might do, viz:

PREPARED BY: ARES & COMPANY, C.P.A., P.A.
3636 SW 87TH AVE.
MIAMI, FL. 33165
PH: (305) 229-8256
FAX: (305) 229-8252

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Transact any and all lawful business.

- (1) Said corporation shall further have powers:
To have perpetual succession by its corporate name,

**MAGIC ATTRACTIONS & AMUSEMENT,
INC.**

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is
the total sum of 100 shares, having an individual par value of US\$10.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there
shall be only one (1) class of stock of this corporation.

ARTICLE V

The name and street address of the initial Registered Agent of this corporation shall

be: EDGAR A. LEAL
7987 NW 33RD ST.
MIAMI, FL. 33122

The principal office and mailing address shall be:

Principal Office: 7987 NW 33rd Street **Mailing Address:** P.O.BOX 521605
MIAMI, FL. 33122 MIAMI, FL. 33152

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ARTICLE VI

The initial Board of Directors shall be composed by TWO (2) persons, whose names and addresses are:

ENRIQUE E. MONTIEL DELGADO - PRESIDENT
11371 NW 7TH ST APT. 101
MIAMI, FL. 33172

EDGAR A. LEAL - SECRETARY
3130 BIRD AVE. APT. 1
MIAMI, FL. 33133


The shareholder of the Corporation shall be:

MAGIC ATTRACTIONS S.A. - 100% SHAREHOLDER
Calle 74 # 73 - 45
LA LAGO - MARACAIBO
VENEZUELA 4001

The name and address of the incorporator executing these Articles of Incorporation is:

EDGAR A. LEAL
7987 NW 33RD ST.
MIAMI, FL. 33122

IN WITNESS WHEREOF, the undersigned incorporators/officers have executed these Articles of Incorporation this 9TH day of September, 2008.



EDGAR A. LEAL
INCORPORATOR

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the law of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The Name of the Corporation is:

**MAGIC ATTRACTIONS & AMUSEMENT,
INC.**

2. The name and address of the Registered Agent and office is:

EDGAR A. LEAL
7987 NW 33RD ST.
MIAMI, FL. 33122

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 ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS 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.

SIGNATURE: _____

EDGAR A. LEAL

DATE: _____

09-09-08

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