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TRANSMITTAL LETTER

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

900001715819  
-02/15/96--01067--005  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: Magic Distributors, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☒ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: James A. KubisiaK  
Name (printed or typed)

6305 Augusta Blvd  
Address

Largo, FL 34647  
City, State & Zip

813-392-6645  
Daytime Telephone number

FILED  
96 FEB 15 PM 2:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

SAB  
2/19/96

**ARTICLES OF INCORPORATION**

of

**MAGIC DISTRIBUTORS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation shall be:

MAGIC DISTRIBUTORS, INC.

**ARTICLE II - PRINCIPAL OFFICE**

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

6305 Augusta Blvd.  
Largo, Florida 34647

**ARTICLE III - CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

500 shares of stock, at \$1 par value

#### **ARTICLE IV - PAYMENT OF STOCK**

All the stock of the corporation may be paid for in cash, property, labor or services, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased and paid for with capital stock of this corporation at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

There shall be no shareholders pre-emptive right to purchase any new or additional shares of the corporation, whenever issued by the corporation, whether sold for cash, or issued for other consideration, and whether the same kind, class or series which a shareholder already owns.

#### **ARTICLE V - CAPITAL**

The amount of capital with which this corporation shall begin business shall be not less than the sum of One Hundred (\$100.00) Dollars.

#### **ARTICLE VI - EXISTENCE**

This corporation shall have perpetual existence.

#### **ARTICLE VII - OFFICERS AND DIRECTORS**

This corporation shall have no more than three (3) Directors. The number of Directors may be increased or decreased from time to time by amendment of the Bylaws of the Corporation, by the Board of Directors, but shall never be less than one (1).

### **ARTICLE VIII - PURPOSE OF INCORPORATION**

This corporation is incorporated for the purpose of conducting any proper business as can be conducted by any natural person.

### **ARTICLE IX - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

James A. Kubisiak  
6305 Augusta Blvd.  
Largo, Florida 34647

### **ARTICLE X - INCORPORATOR**

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

Tammie Melinda Kubisiak  
6305 Augusta Blvd.  
Largo, Florida 34647

### **ARTICLE XI - AMENDMENT TO ARTICLES**

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in any manner now or hereinafter prescribed by law of the State of Florida, and all rights conferred upon shareholders herein are subject to this reservation.

The undersigned incorporator has executed these Articles of  
Incorporation this 7th day of February, 1996

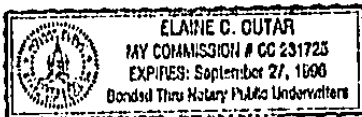
*Tammie Melinda Kubisiak*  
Tammie Melinda Kubisiak

State of Florida  
County of Pinellas

Sworn to and subscribed before me this 7th day of February, 1996, by  
Tammie Melinda Kubisiak, who is personally known to me as identification  
and who did take an oath.

*Elaine C. Gutar*

Notary Public  
Commission Expires:



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

Pursuant to the provisions of Sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws 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 DISTRIBUTORS, INC.**

2. The name and address of the registered agent and office is:

**James A. Kubisiak  
6305 Augusta Blvd.  
Largo, Florida 34647**

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.

  
James A. Kubisiak

Date: 2/7/96

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96 FEB 15 PM 2:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA