

*Felipe R. Pacheco, P. A.*

ATTORNEYS AND COUNSELORS AT LAW  
4509 N. ARMENIA AVENUE  
TAMPA, FLORIDA 33603-2703

PHONE (813) 870-1533  
FAX (813) 876-2335

96 NOV -4 AM 11:25  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P 96 0000 91151

October 29, 1996

400001996874--8  
-11/05/96--01177--018  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Secretary of State  
Division of Corporations  
Bureau of Corporate Records  
Post Office Box 6327  
Tallahassee, Florida 32314

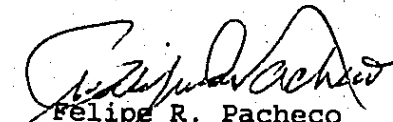
Re: Articles of Incorporation of **MAGICA, INC.**

Gentlemen;

Please, find enclosed original, and one copy of the Articles of Incorporation of **MAGICA, INC.** Also, a check in the amount of **ONE HUNDRED TWENTY TWO DOLLARS AND FIFTY CENTS (\$122.50)** for corresponding fees.

Once the articles are filed, please send the filed copy to this office.

Sincerely yours,

  
Felipe R. Pacheco

F. CHENSEN NOV 6 1996

FRP/ib  
Encl.

**ARTICLES OF INCORPORATION**  
**OF**  
**MAGICA, INC.**

FILED  
96 NOV -14 AM 11:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

**ARTICLE I:** The name of the corporation is:  
**MAGICA, INC.**

**ARTICLE II:** The duration of the corporation is perpetual.

**ARTICLE III:** The purposes for which the corporation is organized are:

- A. To carry on and transact any lawful business.
- B. To acquire, own, use, convey, and otherwise dispose of and deal in real property, and other personal property or any interest therein.
- C. To enter into any lawful arrangements for sharing profits and losses in any transaction or transactions.

**ARTICLE IV:** The corporation may issue **ONE HUNDRED (100)** shares of voting common stock of par value **ONE DOLLAR (\$1.00)** each share with preemptive rights preserved.

**ARTICLE V:** The street address of the initial office of the corporation is 503 Crestover Drive, Temple Terrace, Florida 33617 and the name of its initial registered agent is **ALDO PALMIERI**, of 503 Crestover Drive, Temple Terrace, Florida 33617.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with, and accept the obligations of my position as registered agent.

Registered agent's signature:


  
ALDO PALMIERI

**ARTICLE VI:** The name and addresses of the initial directors are: **ALDO PALMIERI**, of 503 Crestover Drive, Temple Terrace, Florida 33617, **GIOVANNI PALMIERI**, of 503 Crestover Drive, Temple Terrace, Florida 33617, **ROBERTO PALMIERI**, of 503 Crestover Drive, Temple Terrace, Florida 33617.

**ARTICLE VII:** The name and addresses of the initial officers of the corporation are:

<b>NAME</b>	<b>OFFICE</b>	<b>ADDRESS</b>
<b>ALDO PALMIERI</b>	<b>President</b>	<b>503 Crestover Drive Temple Terrace, Florida 33617</b>
<b>ROBERTO PALMIERI</b>	<b>Vice-President Secretary</b>	<b>503 Crestover Drive Temple Terrace, Florida 33617</b>
<b>GIOVANNI PALMIERI</b>	<b>Treasurer</b>	<b>503 Crestover Drive Temple Terrace, Florida 33617</b>


**ARTICLE VIII:** The name and address of the incorporator of this corporation is: **ALDO PALMIERI**, of 503 Crestover Drive Temple Terrace, Florida 33617.


  
**ALDO PALMIERI** (SEAL)

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me <sup>31st</sup> day of October 1996, by **ALDO PALMIERI**, personally known to me.

FILED  
96 NOV -4 AM 11:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

 Felipe P. Pacheco  
Notary Public, State of Florida  
My Comm. Expires Jun 2, 2000  
No. CC556370  
Bonded 1 yr. Official Notary Service  
1-(800) 723-0121

  
**FELIPE R. PACHECO-NOTARY PUBLIC**  
STATE OF FLORIDA