

March 11, 1997

John David Wright
6210 N.W. 173rd Street #803
Miami, FL 33015

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FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
91 APR 11 PM 3:19

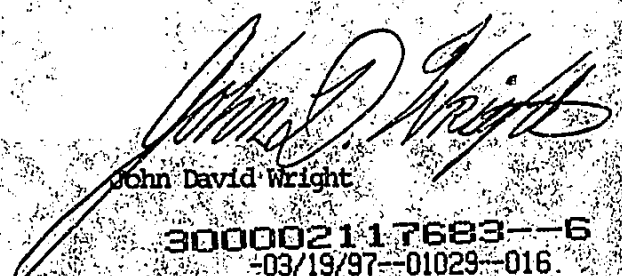
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

Re: Magic City Realty, Inc.
Magic City Enterprises, Inc.

Dear Sir/Mam,

The intent of this letter is to address the incorporation of the aforementioned entities. Please find enclosed a check in the amount of \$140.00. Said fee represents the requisite payment inclusive of both corporations for the basic filing fees. I called recently to confirm the availability of the respective corporate names. I was told that there was nothing even similar to the names that I have chosen. Thanking you in advance for your prompt and courteous attention this matter.

Sincerely,



John David Wright

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-03/19/97--01029--016
*****140.00 *****70.00

P.S.,

If any question shall arise, I can be reached at (305)827-1097.

*789,531,631,671
M97-6820*

D. BROWN APR - 4 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 25, 1997

JOHN DAVID WRIGHT
6210 N.W. 173RD STREET, #803
MIAMI, FL 33015

SUBJECT: MAGIC CITY REALTY, INC.
Ref. Number: W97000006820

We have received your document for **MAGIC CITY REALTY, INC.** and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Bylaws are not filed with this office. Please retain them for your records.

The articles of incorporation must be prepared in compliance with section 607.0202, Florida Statutes. Please refer to this section of the law.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6972.

Doris Brown
Document Specialist

Letter Number: 297A00014933

ARTICLES OF INCORPORATION

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DIVISION OF CORPORATIONS
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The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Magic City Realty, Inc.

ARTICLE II PRINCIPAL OFFICE

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

4604 N.W. 7th Ave.
Miami, Fl. 33127

ARTICLE III SHARES

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

100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

John David Wright
4604 N.W. 7th Ave.
Miami, Fl. 33127

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors


The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

John David Wright
6210 N.W. 173rd Street #803
Miami, Fl. 33015

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

2nd day of April, 19 97.

(An additional article must be added if an effective date is requested.)



Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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

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DIVISION OF CORPORATIONS
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PURSUANT TO THE PROVISIONS OF SECTION 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 City Realty, Inc.

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

 John David Wright
(NAME)

 4604 N.W. 7th Ave.
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

 Miami, Fl. 33127
(CITY/STATE/ZIP)

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.

 John D. Wright
(SIGNATURE)

 4/2/97
(DATE)