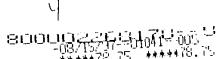
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TRANSMITTAL LETTER

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



| | | 等外办中 | 78.75 *****(8. | |
|-------------------------|--|--------------------------------------|--|--|
| SUBJECT: | Magualcuer and Compar | ny Ino | | |
| | (Proposed corporate name - must inc | | | |
| Enclosed is an original | and one(1) copy of the article | es of incorporation and a che | eck for : | |
| \$70.00 Filing Fee | X \$78,75 Filing Fee & Certificate | \$122.50 Filing Fee & Certified Copy | \$131.25 Filing Fee, Certified Copy | |
| | | ADDITIONAL CO | & Certificate PY REQUIRED | |
| FROM: | Rrenda Dee VanScl Name(Printed or type | | 97 AUG | |
| | 1617 North Flagler Drive | | FILED 97 AUG 15 PM 1: 27 SCOMMING OF STATE ALLAHASSEE, FLORID, | |
| | West Palm Beach, Flor City, State & Zip | ida 33407 | PM 1: 27 DESTÁTE EFLORIDA | |
| | (561) 822-204 | 5 | | |

r. онижески — AUG 1 8 1997.

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

Daytime Telephone Number

ARTICLES OF INCORPORATION

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:

Magualcuer and Company, Inc.



ARTICLE II PRINCIPAL OFFICE

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

1617 North Flagler Drive Suite 104 West Palm Beach, Florida 33407

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

BRENDA DEE VAN SCHEPEN 1617 North Flagler Drive Suite 104 West Palm Beach, Florida 33407

ARTICLE V INCORPORATOR(S)

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

BVC CORPORATION OF AMERICA, INC. 1617 North Flagler Drive Suite 104 West Palm Beach, Florida 33407

Brenda D. Van Schepen 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

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 isMagualcuer and Company, Inc | | | |
|----|---|----------|-----------|-------|
| 2. | The name and address of the registered agent and office is: | TALLAHAS | 97 AUG 15 | FI |
| | Brenda Dee VanSchepen (NAME) | | | FILED |
| | 1617 North Flagler Drive, Suite 104 (P.O. Box or Mail Drop Box NOT Acceptable) | ORIDA | 1: 27 | |
| | West Palm Beach, Florida 33407 (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.

Brenda D. Van Schefen 8/13/97
(SIGNATURE) (DATE)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314