

MR. MAGOO PARTY SUPPLIES DISCOUNT, INC.

2043 W 62nd Street  
Hialeah, FL 33016  
(305) 362-6986

P980000068959

July 29, 1998

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-08/03/98--01067--023  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

RE: Mr. Magoo Party Supplies Discount, Inc.

Enclosed, please find an original and one (1) copy of the articles of incorporation for Mr. Magoo Party Supplies Discount, Inc. and the filing fee in the amount of \$ 78.75.

Should you have any question, please do not hesitate to contact me at your convenience at:

Mr. Arnold L Garcia  
Mailing Address:  
2043 W 62nd Street  
Hialeah, FL 33016  
(305) 362-6986

FILED  
98 AUG -3 PM 4:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Thank you

Dmg  
8/7/98

**ARTICLES OF INCORPORATION  
OF  
MR. MAGOO PARTY SUPPLIES DISCOUNT, INC.**

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the corporation shall be Mr. Magoo Party Supplies Discount, Inc.

**ARTICLE II-DURATION**

This Corporation is to exist perpetually

**ARTICLE III - PURPOSE**

This Corporation is organized to engage in any act or business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 10, 000 shares of common stock with a par value of one dollar (\$ 1.00) per share.

**ARTICLE V - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENTS**

The street address of the initial registered office and principal place of business of this corporation is

2043 W 62nd Street  
Hialeah, FL 33016

The name of the initial registered agent of this corporation at that address is Arnold L. Garcia.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have TWO (2) directors initially.

The number of directors may either be increased or diminished from time to time by the bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are as follows:

Arnold L. Garcia	11201 SW 55 Street Unit 246 Miramar, FL 33025
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Marta L. Acosta	11201 SW 55 Street Unit 246 Miramar, FL 33025
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**ARTICLE VIII - INCORPORATOR**

The name and address of the incorporator is:

Arnold L. Garcia      11201 SW 55 Street  
Unit 246  
Miramar, FL 33025

**ARTICLE IX - BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

**ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XI - AMENDMENT**


This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

The undersigned incorporator has executed these Articles of Incorporation this 30<sup>th</sup> day of July, 1998

  
\_\_\_\_\_  
Arnold L. Garcia, Incorporator

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing Articles of Incorporation was acknowledged before me this 30<sup>th</sup> of July, 1998 by Arnold L. Garcia, personally known by notary public.





"OFFICIAL SEAL"  
Irene Rimer  
My Commission Expires 1/9/99  
Commission #CC 432747

NOTARY PUBLIC

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

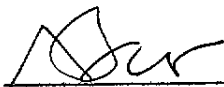
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUS,  
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE  
OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE  
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is Mr. Magoo Party Supplies Discount, Inc.

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

Arnold L. Garcia      2043 W 62nd Street  
Hialeah, FL 33016

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.



Arnold L. Garcia

7/30/98

Date



"OFFICIAL SEAL"  
Irene Rimer  
My Commission Expires 1/9/99  
Commission #CC 432747