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Florida Department of State
Division of Corporations
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EFFECTIVE DATE
7-20-99

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To:
Division of Corporations
Fax Number : (850)922-4001

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Magic Carpet Deliveries, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
| Certified Copy | 0 |
| Page Count | 04 |
| Estimated Charge | \$78.75 |

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Magic Carpet Deliveries, Inc.

EFFECTIVE DATE
7-20-99

Article II. Address

The mailing address of the Corporation is:
Magic Carpet Deliveries, Inc.
650 West Avenue, #3103
Miami Beach FL 33139

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Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Valrie Penso
650 West Avenue, #3103
Miami Beach FL 33139

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
John Palumbo
David Wittenburg
Valerie Penso

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Sean King | FL Bar Member 79057
8000 North Federal Highway
Boca Raton FL 33487
561-526-3688

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Article V. Capital Stock

The Corporation shall have the authority to issue 10,000,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

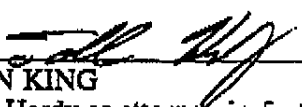
The name and address of the incorporator is:

Sean King
8000 North Federal Highway
Boca Raton FL 33487

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on July 20, 1999.

The undersigned incorporator executed these Articles of Incorporation on July 22, 1999.


SEAN KING
by T. Hardy as attorney-in-fact

Sean King | FL Bar Member 79057
8000 North Federal Highway
Boca Raton FL 33487
561-526-3688

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Magic Carpet Deliveries, Inc.

REGISTERED AGENT/OFFICE:

Valrie Penso

650 West Avenue, #3103

Miami Beach FL 33139

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



VALRIE PENSO

by T. Hardy as attorney-in-fact

Date: July 22, 1999

**Sean King | FL Bar Member 79057
8000 North Federal Highway
Boca Raton FL 33487
561-526-3688**

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