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FLORIDA PROFIT/NON PROFIT CORPORATION

American School of Magic, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF
AMERICAN SCHOOL OF MAGIC, INC.

In compliance with the requirements of the Florida Business Corporation Act (the "FBCA"), the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be American School of Magic, Inc. (the "Corporation").

ARTICLE II: INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office of the Corporation is 201 Front Street, Suite 224, Key West, FL 33040.

ARTICLE III: PURPOSE

The Corporation is organized to transact any or all lawful business for which corporations may be incorporated under the FBCA as it now exists or may hereafter be amended or supplemented.

ARTICLE IV: SHARES

The total number of shares that the Corporation is authorized to issue and have outstanding at any time is 200 shares of common stock, of which 100 shares shall be voting common stock and 100 shares shall be nonvoting common stock. All shares shall have equal preferences, limitations and relative rights, including rights to distribution and liquidation proceeds, except that holders of nonvoting common stock shall not be entitled to vote.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 201 Front Street, Suite 224, Key West, FL 33040. The name of the initial registered agent of the Corporation at that office is Edwin O. Swift, III.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time in the manner provided in the bylaws, but shall never be less than one (1). The name and address of the initial directors are as follows:

<u>Name</u>	<u>Address</u>
Edwin O. Swift, III	201 Front Street, Suite 224 Key West, FL 33040
Christopher C. Belland	201 Front Street, Suite 224 Key West, FL 33040

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ARTICLE VII: INCORPORATOR

The name and street address of the Corporation's incorporator is Edwin O. Swift, III, 201 Front Street, Suite 224, Key West, FL 33040.

ARTICLE VIII: INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify, advance expenses and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "Covered Person") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative, and whether formal or informal (a "Proceeding"), by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation or of a partnership, joint venture, trust, enterprise or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal or modification of this Article VIII shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

ARTICLE IX: EFFECTIVE DATE

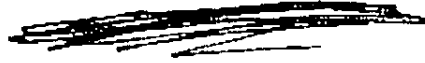
The effective date and time of these Articles of Incorporation shall be 12:01 a.m. on February 1, 2025.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the 24th day of January, 2025.



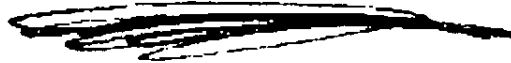
Name: Edwin O. Swift, III
Title: Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for American School of Magic, Inc., at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 24th day of January, 2025.

REGISTERED AGENT:



Edwin O. Swift, III

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