

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

P0000000009S

**DATE :** December 20, 1999

**VIA:** U.S.P.S. Priority Mail # 0304 7990 0003 5540 2494

**SUBJECT :** Articles of Incorporation  
AMALGAMATED RESOURCES, INC.

**FROM :** Amalgamated Resources, Inc.  
Post Office Box 691898  
Orlando, FL 32869-1898

**FILED**  
99 DEC 23 AM 10:04  
TALLAHASSEE, FLORIDA

100003079221--1  
-12/23/99-01046--003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Sir or Madam:

I have enclosed the original Articles of Incorporation for the above referenced corporation, a copy of the Articles of Incorporation, and a U.S. Postal Service money order in the amount of \$87.50 ; \$35.00 to cover the filing fees for the Corporation, \$35.00 to cover the Registered Agent Designation for the Corporation, \$8.75 to cover the Certificate of Status and \$8.75 to cover one Certified Copy of the Articles of Incorporation (under eight pages). Please file the enclosed original Articles of Incorporation and return to me the Certificate of Status and the Certified Copy of the Articles of Incorporation.

Please note that according the Article Three, contained herein, our effective date of Incorporation is to be January 1, 2000.

Thank you in advance for your immediate attention to this matter. If you should have any questions or need any additional information, please do not hesitate to contact me at the above address.

Sincerely,

Christopher J. Draco  
Incorporator

**EFFECTIVE DATE**  
01-01-00

**Enclosures :** Original Articles of Incorporation for Amalgamated Resources, Inc.  
Copy of the Articles of Incorporation for Amalgamated Resources, Inc.  
United States Postal Service Money Order for \$87.50

01/01/00

**ARTICLES OF INCORPORATION  
OF  
AMALGAMATED RESOURCES, INC.**

(A Florida For Profit Corporation)

**FILED**  
99 DEC 23 AM 10:04  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby makes and adopts the following Articles of Incorporation:

**ARTICLE ONE  
CORPORATE NAME**

The name of the corporation is AMALGAMATED RESOURCES, INC.

**ARTICLE TWO  
PURPOSE**

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE THREE  
TERMS OF EXISTENCE**

The effective date of Incorporation shall be January 1, 2000. The duration of the Corporation shall be perpetual.

**ARTICLE FOUR  
PRINCIPAL OFFICE**

**EFFECTIVE DATE**  
01-01-00

The principal office and mailing address of the Corporation is Post Office Box 691898, Orlando, Florida 32869-1898.

**ARTICLE FIVE  
INITIAL REGISTERED AGENT**

The Registered Agent and the address of the initial Registered Office of this Corporation in the State of Florida shall be:

Christopher Jarrayd Draco  
6849 West Colonial Drive  
Orlando, Florida 32818

The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

**ARTICLE SIX  
DIRECTORS**

This Corporation shall have the following number of initial directors: one (1). The number of Directors may be increased or diminished from time to time by Bylaws adopted by the shareholders, but shall never be less than one.

**ARTICLE SEVEN  
INITIAL BOARD OF DIRECTORS**

The name and address of the initial Director of this Corporation is:

Christopher Jarrayd Draco  
Post Office Box 691898  
Orlando, Florida 32869-1898

**ARTICLE EIGHT  
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Christopher Jarrayd Draco  
Post Office Box 691898  
Orlando, Florida 32869-1898

**ARTICLE NINE  
OFFICERS**

The Officers of the Corporation shall consist of a President, Vice-President, Secretary and Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Directors and may be removed by the Board of Directors, at such time and in such manner as will be prescribed by the Bylaws.

**ARTICLE TEN  
INFORMAL ACTION OF DIRECTORS**

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writing evidencing their consent is filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

**ARTICLE ELEVEN  
THE BYLAWS**

The initial Bylaws of the Corporation are to be made and adopted by the Board of Directors. The powers to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

**ARTICLE TWELVE  
AMENDMENT OF ARTICLES**

The Corporation reserves the right to alter, amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon Directors, Officers and Shareholders are subject to this reservation. The Articles of Incorporation may be altered, amended or repealed by the Board of Directors.

**ARTICLE THIRTEEN  
SHARES**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock.

**ARTICLE FOURTEEN  
HEADING AND CAPTIONS**

The Heading and Captions of these Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of the Headings or Captions.

**IN WITNESS WHEREOF**, the undersigned Incorporator has executed these Articles of Incorporation in a manner and form sufficient to bind them this 20<sup>th</sup> day of December, 1999.

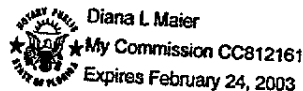
A handwritten signature in black ink, appearing to read "C. Draco", is written over a horizontal line.

CHRISTOPHER JARRAYD DRACO

**STATE OF FLORIDA  
COUNTY OF ORANGE**

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of December, 1999, by  
CHRISPOPER JARRAYD DRACO who produced Florida Driver's License Number  
D620-110-69-222-0 as identification and who did take an oath.

  
**NOTARY PUBLIC - STATE OF FLORIDA**



CLERK OF STATE  
TALLAHASSEE, FLORIDA

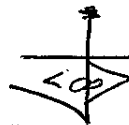
99 DEC 23 AM 10:04

**FILED**

**ACCEPTANCE BY REGISTERED AGENT**

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.

Dated this 20<sup>th</sup> day of December, 1999.



**CHRISTOPHER JARRAYD DRACO  
REGISTERED AGENT**