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PLEASE REPLY TO ORLANDO OFFICE

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ADMITTED IN VENEZUELA ONLY

May 19, 2000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

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-05/22/00--01138--014
*****78.75 *****78.75

RE: Irish Gold, Inc.

Gentlemen/Ladies:

Enclosed please find the original and one copy of the Articles of Incorporation for Irish Gold, Inc. Please file these Articles on the same day you receive them and then return the stamped copy along with the Certified Copy to us for confirmation at your earliest convenience. I have enclosed our check in the amount of \$78.75 to cover the filing fees.

Thank you for your attention to this matter. Should you have any questions, please do not hesitate to call.

Very truly yours,



Robert R. Hendry

RRH/mes
Enclosures

FILED
00 JUN -7 PM 8:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 26, 2000

HENDRY, STONER & SAWICKI, P.A.
ROBERT R. HENDRY
200 E. ROBINSON STREET, STE. 500
ORLANDO, FL 32801

SUBJECT: IRISH GOLD, INC.
Ref. Number: W00000013645

We have received your document for IRISH GOLD, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The person designated as incorporator in the document and the person signing as incorporator must be same.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Gurr
Document Specialist

Letter Number: 200A00030204

ARTICLES OF INCORPORATION

OF

IRISH GOLD, INC.

FILED
JUN -7 PM 8:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name. The name of the Corporation is: IRISH GOLD, INC. The principal office of the Corporation is 200 E. Robinson Street, Suite 500, Orlando, Florida 32801. The mailing address of the Corporation is 200 E. Robinson Street, Suite 500, Orlando, Florida 32801.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation shall have authority to issue is One Hundred (100) shares at a par value of One Dollar (\$1.00) per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 200 E. Robinson Street, Suite 500, Orlando, Florida 32801 and the name of the initial Registered Agent at that address is Florida Corporate Support, Inc.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the initial Directors of the Corporation are as follows:

Michael Smallman
York House
102-108 Borough Road
Middlesborough TS1 2HJ

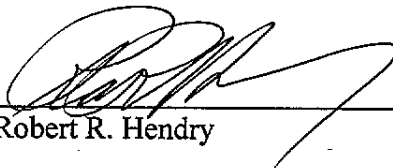
Article 7. Incorporators. The name and address of each Incorporator is as follows:

Robert R. Hendry, 200 East Robinson Street, Suite 500, Orlando, Florida 32801.

Article 8. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article 9. Bylaws. The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.


IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 9th day of May, 2000.


Robert R. Hendry

STATE OF FLORIDA)
COUNTY OF ORANGE)

Before me personally appeared ROBERT R. HENDRY, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 9th day of May, 2000.


Notary Public, State of Florida at Large
Mary Ellen Silverman
Typed Name of Notary Public
Commission No.:

MARY ELLEN SILVERMAN
Notary Public, State of Florida
My Comm. Expires Feb. 15, 2002
Comm. No. CC 716777

(NOTARY SEAL)

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of IRISH GOLD, INC. which is contained in the foregoing Articles of Incorporation. I am familiar with and accept the obligations of Section 607.0505 F.S.

DATED this 19th day of May, 2000.

FLORIDA CORPORATE SUPPORT, INC.

By: 

Robert R. Hendry

As Its: President

MES\IRISH GOLD, INC.\ART.INC

FILED
00 JUN -7 PM 8:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA