

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P00000055120

American Uranium Reincorporation, Inc.

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*****78.75 *****78.75

☒ Art of Inc. File Cert
☐ LTD Partnership File
☐ Foreign Corp. File
☐ L.C. File
☐ Fictitious Name File
☐ Trade/Service Mark
☐ Merger File
☐ Art. of Amend. File
☐ RA Resignation
☐ Dissolution / Withdrawal
☐ Annual Report / Reinstatement
☒ Cert. Copy
☐ Photo Copy
☐ Certificate of Good Standing
☐ Certificate of Status
☐ Certificate of Fictitious Name
☐ Corp Record Search
☐ Officer Search
☐ Fictitious Search
☐ Fictitious Owner Search
☐ Vehicle Search
☐ Driving Record
☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ Courier

FILED
00 JUN -8 AM 10:18
TALLAHASSEE, FLORIDA
RECEIVED
00 JUN -7 AM 10:32
TALLAHASSEE, FLORIDA
JUN 8 2000

W-14433

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 7, 2000

CAPITAL CONNECTION, INC.
417 E VIRGINIA STREET STE 1
TALLAHASSEE, FL 32302

SUBJECT: AMERICAN URANIUM REINCORPORATION, INC.
Ref. Number: W00000014433

We have received your document for AMERICAN URANIUM REINCORPORATION, 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):

YOU NEED TO REMOVE THE WORD REINCORPORATION FROM THE CORPORATIONS NAME.

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) 487-6928.

Tim Burch
Document Specialist

Letter Number: 600A00032197

ARTICLES OF INCORPORATION
OF
AMERICAN URANIUM **FLORIDA, INC.**

00 JUN -8 AM 10:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I
CORPORATE NAME

The name of the corporation is American Uranium **Florida, Inc.** (the "Corporation").

ARTICLE II
INITIAL ADDRESS

The initial street address and mailing address of the principal office of the Corporation is:

133 Richmond Street West, Third Floor
Toronto, Ontario M5H 2L3
Canada

ARTICLE III
CAPITALIZATION

The aggregate number of shares that the Corporation shall have authority to issue is One Hundred Million (100,000,000) shares, par value of \$.001 and which shares shall be designated as "Common Stock". Each share of Common Stock shall entitle the holder thereof to one vote. No holder of the Common Stock shall be entitled to any right of cumulative voting.

ARTICLE IV
REGISTERED AGENT

The registered agent and street address of the initial registered office of the Corporation is:

E.H.G. Resident Agents, Inc.
5100 Town Center Circle, Suite 330
Boca Raton, Florida 33486

ARTICLE V
INCORPORATOR

The name and address of the Incorporator of the Corporation is:

Glen Akselrod
133 Richmond Street West, Third Floor
Toronto, Ontario M5H 2L3
Canada

ARTICLE VI
CORPORATE AUTHORITY

The corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under the Florida Business Corporations Act.

ARTICLE VII
DIRECTORS

The corporation shall have one director and the number of directors may be increased or diminished from time to time as provided in the Bylaws of the Corporation but shall never be less than one.

ARTICLE VIII BYLAWS

The initial Bylaws of the corporation shall be adopted by the Board of Directors. In furtherance of and not in limitation of the power conferred upon the Board of Directors by law, the Board of Directors shall have power to make, adopt, alter, amend and repeal from time to time Bylaws of the Corporation, subject to the right of the stockholders to alter and repeal Bylaws made by the Board of Directors.

ARTICLE IX CONFLICTS

No contract or transaction between the Corporation and one or more of its directors or officers or between the Corporation and any other corporation, partnership, association or other organization in which one or more of its directors or officers are directors or officers or have a financial interest, shall be void or voidable solely for this reason, or solely because the directors or officers are present at or participate in the meeting of the board or committee thereof which authorizes the contract or transaction, or solely because the directors or officers or their votes are counted for such purpose.

ARTICLE X DIRECTOR AND OFFICER INDEMNIFICATION

Each person who was or is made a party or is threatened to be made a party to or is otherwise involved in any action, suit or proceeding, whether civil, criminal or administrative, (hereinafter a "Proceeding"), or is contacted by any governmental or regulatory body in connection with any investigation or inquiry (hereinafter an "Investigation"), by reason of the fact that such person is or was a director or executive officer (as such term is utilized pursuant to interpretations under Section 16 of the Securities Exchange Act of 1934) of the corporation or 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 or other enterprise, including service with respect to employee benefit plans (hereinafter an "Indemnitee"), whether the basis of such Proceeding or Investigation is alleged action in an official capacity or in any other capacity as set forth above shall be indemnified and held harmless by the corporation to the fullest extent authorized by the Florida Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than such law permitted the corporation to provide prior to such amendment).

ARTICLE XI DIRECTOR LIABILITY

To the maximum extent permitted by the Florida Business Corporation Act as the same exists or may hereafter be amended, no director of this Corporation shall be liable to the Corporation or its shareholders for monetary damages arising by reason of actions or omissions constituting a breach of fiduciary duty as a director.

ARTICLE XII CORPORATE EXISTENCE

The corporate existence of the Corporation shall commence on the filing of these Articles of Incorporation by the Department of State of the State of Florida.

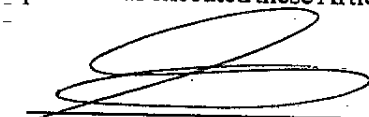
ARTICLE XIII AFFILIATED TRANSACTIONS

The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time.

ARTICLE XIV
CONTROL SHARE ACQUISITIONS

The Corporation expressly elects not to be covered by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31st day of May, 2000.



Glen Akselrod, Incorporator

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered agent of American Uranium Florida, Inc. contained in the foregoing Articles of Incorporation and states that the undersigned is familiar with and accepts the obligations set forth in Section 607.0508 of the Florida Business Corporation Act.

E.H.G. RESIDENT AGENTS, INC.

Date: May 31, 2000

By: 

Edward H. Gilbert, President