

Matthew E. Morrall, P.A.

INTERNATIONAL BUILDING  
PENTHOUSE WEST  
2455 EAST SUNRISE BOULEVARD  
FORT LAUDERDALE, FLORIDA 33304  
(954) 563-4005

Matthew E. Morrall, Esquire

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PO0000057431

June 2, 2000

Division of Corporations  
Florida Department of State  
409 E. Gaines St.  
Tallahassee, FL 32399

Re: N A Resource Management Company, Inc.

700002278507--6  
-05/05/00--01079--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Ms.:

Please find enclosed the original and one (1) copy of the executed Articles of Incorporation, Designation and Acceptance of Registered Agent for N A Resource Management Company, Inc., along with our check in the sum of \$78.75 representing the requisite filing fee (filing fee of \$35.00, Registered Agent Designation fee of \$35.00 and certified copy fee of \$8.75 = \$78.75). Please return a certified filed stamped copy of the subject Articles to me in the enclosed franked envelope.

Should you have any questions, please do not hesitate to contact me. Thank you for your attention to this request.

Very truly yours,



Matthew E. Morrall

/lmecc

Enclosure(s)

co-generation\na resource management company\secretary of state.1

FILED  
00 JUN - 6 AM 11:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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T BROWN JUN 14 2000

**ARTICLES OF INCORPORATION**  
**OF**  
**N A RESOURCE MANAGEMENT COMPANY, INC., A FLORIDA CORPORATION**

**FILED**  
00 JUN -6 AM 11:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I. -NAME

The name of the Corporation is **N A RESOURCE MANAGEMENT COMPANY, INC.**

ARTICLE II. - PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation's principal office is **2455 E. Sunrise Blvd., #PH-W, Ft. Lauderdale, FL 33304** and the mailing address of the Corporation is **2455 E. Sunrise Blvd., #PH-W, Ft. Lauderdale, FL 33304.**

ARTICLE III. - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE IV. - CAPITAL STOCK

The Corporation is authorized to issue **ten thousand (10,000)** shares of common stock, **One and No/100 (\$1.00) Dollars** par value per share.

ARTICLE V. - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

Name

Address

**Matthew E. Morrall**

**Matthew E. Morrall, P.A.  
2455 E. Sunrise Blvd., #PH-W  
Ft. Lauderdale, FL 33304**

**ARTICLE VI. - INITIAL BOARD OF DIRECTORS**

The Corporation shall have initially one director to hold office until the first annual meeting of shareholders and until his successor shall have been elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation are:

Name

Address

**Matthew E. Morrall**

**2455 E. Sunrise Blvd., #PH-W  
Ft. Lauderdale, FL 33304**

**ARTICLE VII. - INCORPORATOR(S)**

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

Name

Address

**Matthew E. Morrall**

**2455 E. Sunrise Blvd., #PH-W  
Ft. Lauderdale, FL 33304**

**ARTICLE VIII. - AMENDMENTS**

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

[Executions Begin on Page 3]

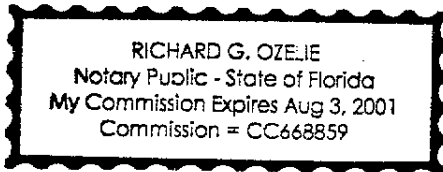
IN WITNESS WHEREOF, the undersigned has have executed these Articles  
of Incorporation on this 30<sup>th</sup> day of May, 2000.

Matthew E. Morrall  
Matthew E. Morrall, Incorporator

STATE OF FLORIDA :  
: ss.  
COUNTY OF BROWARD :

BEFORE ME, the undersigned authority, personally appeared Matthew E. Morrall  
who is personally known to me or who has produced na  
and who first, being duly sworn on oath, acknowledged before me that he executed  
the above and foregoing instrument for the intent and purposes therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL in the County and State last aforesaid  
on May 30, 2000.




[Signature]  
Notary Public, State of Florida at Large  
Printed Name of Notary: \_\_\_\_\_  
Commission No.: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I hereby accept the appointment as the initial registered agent of **N A RESOURCE MANAGEMENT COMPANY, INC.**, simultaneously with my being designated, as made in the foregoing Articles of Incorporation. I state that I am familiar with, and accept, the obligations of that position.

Dated: May 30, 2000

  
Matthew E. Morrall, Registered Agent

FILED  
00 JUN -6 AM 11:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA