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HABANA GOLD, INC.

101 N. State Road 7, Suite 5, Margate, Florida 33063
(954) 974-3338

October 19, 2000

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*****70.00 *****70.00

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

SUBJECT: INCORPORATION OF
HABANA GOLD, INC.

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Corporation of HABANA GOLD, INC. and a check for:

<u> X </u> \$70.00	<u> </u> \$78.75	<u> </u> \$122.50	<u> </u> \$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certificate Copy	Filing Fee, Certificate Copy & Certificate

ADDITIONAL COPY REQUIRED

FROM: Leslie Lazarus
Name (Printed or typed)

101 N. State Road 7, Suite 5
Address

Margate, Florida 33063
City, State & Zip

(954) 974-3338
Daytime Telephone Number

FILED
00 NOV -6 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB 18-8

ARTICLES OF INCORPORATION
OF
HABANA GOLD, INC.

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

ARTICLE I - NAME

The name of the corporation shall be: **HABANA GOLD, INC..**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
101 N. State Road 7, Suite 5, Margate, Florida 33063

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
one hundred (100) of no par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are: **Leslie Lazarus at 101 N. State Road 7, Suite 5, Margate, Florida 33063**

ARTICLE V - INCORPORATOR

The **name and address** of the incorporator of these Articles of Incorporation are:
Leslie Lazarus at 101 N. State Road 7, Suite 5, Margate, Florida 33063

ARTICLE VI - DIRECTORS

The corporation shall have four (4) directors, and the initial directors shall be:
Leslie Lazarus at 101 N. State Road 7, Suite 5, Margate, Florida 33063 and
Elenia Figueroa at 101 N. State Road 7, Suite 5, Margate, Florida 33063 and
Jennifer Ortega at 101 N. State Road 7, Suite 5, Margate, Florida 33063 and
Ira Lazarus at 101 N. State Road 7, Suite 5, Margate, Florida 33063

Leslie Lazarus
Signature/Incorporator

10/19/00
Date

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.

Leslie Lazarus
Signature/Registered Agent

10/19/00
Date

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TALLAHASSEE, FLORIDA