

PO18000017670

TRANSMITTAL LETTER

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

February 13, 2001

SUBJECT: GOLDCROW, INC.

Enclosed an original and one copy of the articles of incorporation and a check for \$122.50
Filing Fee and Certified Copy.

FILED
01 FEB 15 PM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM: SHUTTLE ACCOUNTING INC.,
P. O. BOX 540005
MERRITT ISLAND, FLORIDA 32954
407-452-2228

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-02/15/01--01102--001
****122.50 *****78.75

EFFECTIVE DATE
3-1-01

2-16-01
WCC

ARTICLES OF INCORPORATION
OF
GOLDCROW, INC.

FILED
01 FEB 15 PM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I – NAME

The name of this corporation is GOLDCROW, INC. The address of this corporation is 2900 ITHACA COURT, COCOA, FLORIDA 32956.

ARTICLE II – DURATION

EFFECTIVE DATE
3-1-01

This corporation shall exist perpetually. The date of commencement of the corporation shall be MARCH 1, 2001.

ARTICLE III – PURPOSE

This corporation is organized for the purpose of engaging in any business activity permitted under the laws of the United States and the State of Florida.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$5.00 par value common stock.

ARTICLE V – PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which is already held, shall have the right to purchase their pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2900 ITHACA COURT, COCOA, FLORIDA 32956. The name of the initial registered agent of this corporation at that address is RICHARD D. LERA JR.

ARTICLE VII – INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors are:

RICHARD D. LERA JR.

2900 ITHACA COURT
COCOA, FLORIDA, 32956

RENE L. FOURNIER

560 WICKER ROAD SW
PALM BAY, FLORIDA 32908

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is RICHARD D. LERA JR., 2900 ITHACA COURT, COCOA, FLORIDA, 32956.

ARTICLE IX – BYLAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X – COMPENSATION OF DIRECTORS

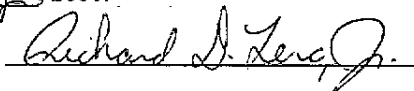
The shareholders of this corporation shall have the exclusive authority to fix the compensation of the directors of this corporation.

ARTICLE XI – INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII – AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation. IN WITNESS WHEREOF, the under signed subscriber has executed these Articles of Incorporation this 13th day of February, 2001.




RICHARD D. LERA JR.
Subscriber

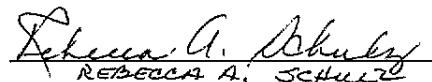
STATE OF FLORIDA

COUNTY OF BREVARD

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set for above, personally appeared RICHARD D. LERA JR. to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 13th day of February, 2001.

 Rebecca A Schulz
My Commission CC974936
Expires October 15, 2004


REBECCA A. SCHULZ
Notary Public

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE NAMING AGENT UPON WHOM PROCES MAY BE SERVED

In compliance with section 48.091, Florida Statutes, the following is submitted:

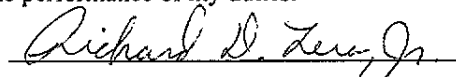
FIRST, That GOLDCROW, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of in the city area of Cocoa, County of Brevard, State of Florida, has named RICHARD D. LERA JR. , located at 2900 ITHACA COURT, COCOA FLORIDA, 32956 as its agent to accept service of process within Florida.



RICHARD D. LERA JR.
Incorporator

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to ace in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



RICHARD D. LERA JR.
Resident Agent