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FLORIDA PROFIT CORPORATION OR P.A.

EUROGOLD CORP.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 6, 2001

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SUBJECT: EUROGOLD CORP
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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

Article 1: Name of Corporation: **EUROGOLD CORP.**
 Address of Corporation: 169 East Flagler Street, Suite 932
 Miami, FL 33131

Article 2: **CAPITAL STOCK:** The number of shares which the corporation has authorized to be outstanding at any one time is 100.

PAR VALUE \$1.00

Article 3: **REGISTERED OFFICE:** The street address of the initial registered office of the corporation shall be:

169 East Flagler Street, Suite 932, Miami, FL 33131

I am familiar with and hereby accept the duties, responsibilities as registered agent for said corporation Vidal M. Benarroch 04/05/2001

Vidal Benarroch

Date

Article 4. The board of directors are as follows:

The name and address of the Initial Director:

1. Vidal Benarroch, 169 East Flagler Street, Suite 932, Miami, FL 33131;
2. Jacob Amselem, 169 East Flagler Street, Suite 932, Miami, FL 33131

Article 5. The Name and address of the incorporator is:

Vidal Benarroch, 169 East Flagler Street, Suite 932, Miami, FL 33131

In witness whereof, I have subscribed my name Vidal M. Benarroch

Vidal Benarroch,

Prepared By: Carlos D. Lerman, Esquire
 Florida Bar No. 768448
 Smoler, Lerman, Bente & Whitehook, P.A.
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