



UCC FILING & SEARCH SERVICES, INC.
526 East Park Avenue
Tallahassee, Florida 32301
(850) 681-6528

FILED

01 JUN 14 PM 4:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HOLD
FOR PICKUP BY
UCC SERVICES
OFFICE USE ONLY

June 14, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Progold Investments Corp.

PO/0000059518

Filing Evidence

Plain/Confirmation Copy
 Certified Copy

Type of Document

Certificate of Status

Certificate of Good Standing

Articles Only

All Charter Documents to Include
Articles & Amendments

Fictitious Name Certificate

Other

RUSH

Retrieval Request

Photocopy
 Certified Copy

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

2001 JUN 14 PM 3:08

NOTIFICATION
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

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J. BRYAN JUN 14 2001

ARTICLES OF INCORPORATION

of

Progold Investments Corp.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be Progold Investments Corp. The address of the principal office of this corporation shall be 1500 San Remo Avenue, Suite 125, Miami, Florida 33146 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock at \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146, and the name of the initial registered agent of the corporation at that address is Atrium Registered Agents, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

The names and addresses of the initial Officers and Director are:

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

UCC Filing & Search Services, Inc.
526 East Park Avenue
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of UCC Filing & Search Services, Inc., has executed these articles of incorporation on June 14, 2001.

UCC Filing & Search Services, Inc.

By: Edward Hand
Edward Hand, President

June 14, 2001

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is:
Progold Investments Corp.
2. The name and address of the registered agent and office is:

ATRIUM REGISTERED AGENTS, INC.
1500 SAN REMO AVENUE
SUITE 125
CORAL GABLES, FL 33146

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Robert A. Stamen
ROBERT A. STAMEN, Director
and Vice President

Date: June 14, 2001

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SHERIFF'S OFFICE
TALLAHASSEE, FLORIDA