

**Electronic Articles of Incorporation
For**

P04000020794
FILED
February 02, 2004
Sec. Of State

GENESEE RESOURCES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
GENESEE RESOURCES, INC.

Article II

The principal place of business address:
13014 N. DALE MABRY HWY.
TAMPA, FL. US 33618

The mailing address of the corporation is:
13014 N. DALE MABRY HWY.
TAMPA, FL. US 33618

Article III

The purpose for which this corporation is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:
10,000

Article V

The name and Florida street address of the registered agent is:
INGRID S BRISBON
501 E. ADALEE STREET
TAMPA, FL. 33603

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: INGRID S. BRISBON

Article VI

The name and address of the incorporator is:

INGRID S. BRISBON
501 E. ADALEE STREET
TAMPA, FL 33603

Incorporator Signature: INGRID S. BRISBON

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
DENNIS C LANE
2215 WELLINGTON ROAD
LOS ANGELES, CA. 90016

Title: VP,S
INGRID S BRISBON
501 E. ADALEE STREET
TAMPA, FL. 33603

Title: S
GAIL W ARNOLD
1309 STATE STREET
TAMPA, FL. 33606