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# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Everglades Gold, Inc.

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- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
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- ☐ Merger File
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- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
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- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

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**ARTICLES OF INCORPORATION  
OF  
EVERGLADES GOLD, INC.**

**FILED**  
04 FEB -9 PM 5:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

**ARTICLE I - Name**

The name of the corporation is Everglades Gold, Inc.

**ARTICLE II - Principal Office  
and Mailing Address of the Corporation**

The address of the principal office of the corporation is 308 E. Lemon Street, Suite 107, Lakeland, Florida 33801, and its mailing address is the same.

**ARTICLE III - Commencement and Duration**

The corporation is to commence its corporate existence effective immediately, and shall exist perpetually thereafter until dissolved according to law.

**ARTICLE IV - Purpose**

The corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE V - Stock**

The corporation is authorized to issue ten thousand (10,000) shares of \$1.00 par value common stock, which shares shall be a single class.

**ARTICLE VI - Preemptive Rights**

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price offered to others, a pro rata portion of any stock of any class that the corporation may issue or sell, whether or not of unissued shares authorized by the articles of incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof.

#### ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

The corporation shall have four (4) directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and street address of the initial directors who shall hold office until their successors, who shall be chosen at the first meeting of the stockholders, have qualified, shall be:

<u>Name</u>	<u>Address</u>
Carlos K. Sutton, Jr.	5824 Coveview Drive Lakeland, Florida 33813
Michael A. Sutton	1118 Lake Deeson Pointe Lakeland, Florida 33805
Jeffery D. Childress	4235 Maine Avenue Lakeland, Florida 33801
Matthew A. Childress	4235 Maine Avenue Lakeland, Florida 33801

#### ARTICLE VIII - Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

#### ARTICLE IX - Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend, or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

ARTICLE X - Amendment

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE XI - Incorporator

The name and address of the Incorporator to these articles of incorporation is:

Name

Address

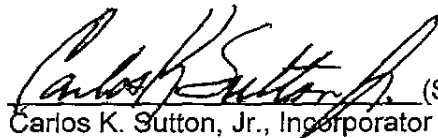
Carlos K. Sutton, Jr.

5824 Coveview Drive  
Lakeland, Florida 33813

ARTICLE XII - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 308 E. Lemon Street, Suite 107, Lakeland, Florida 33801, and the name of the initial registered agent of the corporation at that address is Carlos K. Sutton, Jr.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of incorporation this 6<sup>th</sup> day of February, 2004.

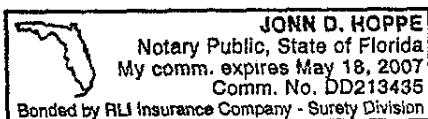
 (SEAL)  
Carlos K. Sutton, Jr., Incorporator

STATE OF FLORIDA  
COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Carlos K. Sutton, Jr., who ☒ is personally known to me or who ☐ has produced \_\_\_\_\_ as identification.

WITNESS my hand and official seal this 6<sup>th</sup> day of February, 2004.

(NOTARIAL SEAL)



  
Notary Public  
State of Florida at Large  
My Commission Expires:

To: The Department of State  
Tallahassee, Florida 32304

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA NAMING AGENT UPON WHOM PROCESS  
MAY BE SERVED**

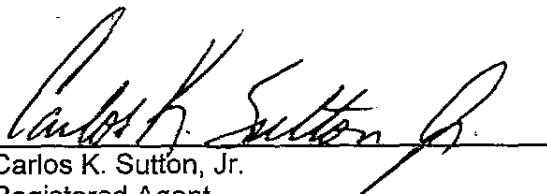
In compliance with Section 607.0501 of the Florida General Corporation Act, the following is submitted:

Everglades Gold, Inc., with its place of business at 308 E. Lemon Street, Lakeland, Florida 33801, has named Carlos K. Sutton, Jr. located at 308 E. Lemon Street, Lakeland, Florida 33801, as its agent to accept service of process within Florida.

**ACKNOWLEDGMENT**

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.

Dated February 6th, 2004.

  
Carlos K. Sutton, Jr.  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA