

**P05000135666**

Florida Department of State  
Division of Corporations  
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From: Account Name : DENIS GAUTHIER  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2005 OCT -4 P 12:28

**FILED**

**FLORIDA PROFIT CORPORATION OR P.A.**

**GOLD BARS PALACE INC.**

D. WHITE OCT -5 2005

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**ARTICLES OF INCORPORATION  
OF  
GOLD BARS PALACE INC**

2005 OCT -4 P 12: 28

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes these Articles of Incorporation in order to form a Corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the Corporation is: GOLD BARS PALACE INC

**ARTICLE II. NATURE OF BUSINESS**

The Corporation may engage 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 7,500 shares of common stock having a nominal or par value of \$ 1.00 per share.

**ARTICLE IV. TERMS OF EXISTENCE**

This Corporation is to exist perpetually.

**ARTICLE V. ADDRESS**

The initial principal office of this Corporation in the State of Florida is:  
251 NE 211<sup>TH</sup> STREET  
NORTH MIAMI FL. 33179

**ARTICLE VI. REGISTERED AGENT**

The initial Registered Agent is: CELYNE MACARI

Which is also known as the registered office.

CELYNE MACARI  
211 NE 211<sup>TH</sup> STREET  
NORTH MIAMI FL 33179

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#### ARTICLE VII. DIRECTORS

The Corporation shall have One director, initially. The number of director may be increased or diminished from time to time, by By-laws adopted by the stockholders, but shall never be less than one. The name and address of the initial director is:

CELYNE MACARI  
211 NE 211<sup>TH</sup> STREET  
NORTH MIAMI FL 33179

#### ARTICLE VIII. EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the Secretary of State Accepting and filing these Articles of Incorporation.

#### ARTICLE IX. 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 he already holds, shall have the right to purchase his 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 X. INCORPORATORS

The name and address of the person signing these Articles is:

CELYNE MACARI  
211 NE 211<sup>TH</sup> STREET  
NORTH MIAMI FL 33179

#### ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of theses Articles of Incorporation be made.

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ds and seal, acknowledged  
laws of the State of Florida

*Celyne Macari*  
INCORPORATOR  
CELYNE MACARI

CELYNE MACARI

**My Commission Expires:**

*Denis Gauthier*  
NOTARY PUBLIC STATE OF FLORIDA  
Denis Gauthier  
Commission # DD420098  
Expires: JUNE 24, 2009  
Based Thru Atlantic Bonding Co., Inc.

*Celyne Macari*  
CELYNE MACARI

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