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FLORIDA PROFIT/NON PROFIT CORPORATION

Melbourne Metals, Inc.

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**ARTICLES OF INCORPORATION
OF**

MELBOURNE METALS, INC.

In compliance with the requirements of Chapter 607, Florida Statutes, the Florida Business Corporation Act ("Act"), the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I - NAME

The name of the corporation ("Corporation") is: Melbourne Metals, Inc.

ARTICLE II - PRINCIPAL OFFICE

The mailing and street address of the principal office of the Corporation is: 240 Allan Lane, Melbourne Beach, Florida 32951.

ARTICLE III - PURPOSE

The purpose for which the Corporation is organized is to engage in any activity allowed by the Act or under the laws of the State of Florida and the United States.

ARTICLE IV - SHARES

The maximum number of shares this Corporation is authorized to issue is 10,000.

ARTICLE V - REGISTERED AGENT

The name and Florida street address of the Corporation's registered office is: Ronald J. Williams, 240 Allan Lane, Melbourne Beach, Florida 32951.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of three (3) members. The names and address of the persons who will serve as the initial board of directors are:

<u>Name</u>	<u>Address</u>
Ronald J. Williams	240 Allan Lane Melbourne Beach, Florida 32951
Robert C. Chasin	558 S. Sonora Circle Indianalantic, Florida 32903
James R. Powers	317 Triton Court Indian Harbour Beach, Florida 32937

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ARTICLE VII - INCORPORATOR

The names and street address of the Incorporator are:

<u>Name</u>	<u>Address</u>
Ronald J. Williams	240 Allan Lane Melbourne Beach, FL 32951


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this ____ day of ____, 2006.



Ronald J. Williams, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Melbourne Metals, Inc., at the place designated in this Certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Ronald J. Williams, Registered Agent

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