

**Electronic Articles of Incorporation
For**

P07000105305
FILED
September 21, 2007
Sec. Of State
epeterson

GOTHAM GOLD 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:

GOTHAM GOLD INC

Article II

The principal place of business address:

808A NANTUCKET CIRCLE
LAKE WORTH, FL. US 33467

The mailing address of the corporation is:

1845 KUDZA RD
WEST PALM BEACH, FL. US 33415

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:

100

Article V

The name and Florida street address of the registered agent is:

CATHERINE M KALFIN
1845 KUDZA RD
WEST PALM BEACH, FL. 33415

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

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Registered Agent Signature: CATHERINE KALFIN

Article VI

The name and address of the incorporator is:

CATHERINE KALFIN
1845 KUDZA RD

WEST PALM BEACH FL 33415

Incorporator Signature: CATHERINE KALFIN

Article VII

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

Title: P
CATHERINE M KALFIN
1845 KUDZA RD
WEST PALM BEACH, FL. 33415 US

Title: VP
GEORGE LARIVEE
1845 KUDZA RD
WEST PALM BEACH, FL. 33415 US

Article VIII

The effective date for this corporation shall be:

11/01/2007