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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
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TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: ACE INDUSTRIES, INC.
54 NW 11TH ST
MIAMI FL 33136-2890
CONTACT: LYNN FRIEDMAN
PHONE: (305) 358-2571
FAX: (305) 358-7832

(((H95000001852))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: MORGAN GOLD MINE INC.
FAX AUDIT NUMBER: H95000001852
DATE REQUESTED: 02/14/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 2
ESTIMATED CHARGE: $122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 16:21:46
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
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ARTICLES OF INCORPORATION

of MORGAN GOLD MINE INC.

a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: MORGAN GOLD MINE INC.

Address of the Corporation: 1602 ALTON ROAD #556

MIAMI BEACH, FLORIDA 33139

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 10,000.

PAR VALUE $1,000.000 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

1602 ALTON ROAD #556 MIAMI BEACH, FLORIDA 33139.

and the name of the initial registered agent at such address is ALEXANDRE MORGADO.

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Signature of Registered Agent Date

Article 6: The board of directors are as follows:

The name and address of the Initial Director : (All persons listed after the first are additional directors)

1. ALEXANDRE MORGADO 1602 ALTON ROAD #556 MIAMI BEACH, FLORIDA 33139

Article 7: The Name and address of the incorporator is:

ALEXANDRE MORGADO 1602 ALTON ROAD #556 MIAMI BEACH, FLORIDA 33139

In witness whereof I have subscribed my name

Signature of Incorporator

ALEXANDRE MORGADO

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LAZARUS CORPORATE INDUSTRIES, INC.
Requestor's Name

890 S.W. 87 AVENUE SUITE: 16
Address

MIAMI, FLORIDA 33174 (305)552-5973
City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (If known):

1. MORGAN GOLD MINE INC. (Corporation Name) (Document #)
2. (Corporation Name) (Document #) Amend
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

-04/26/96--01061--009
*****35.00 *****35.00

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☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

	NEW FILINGS
X	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
X	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

4/26/96

Examiner's Initials	

CR2E031(1/95)

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SEC...
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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

******MORGAN GOLD MINE INC.************
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(Indicate article number(s) being amended, added or deleted)*

ARTICLE 1: THE NEW CORPORATION ADDRESS IS:
25 SE. 2nd. Av. # 503 Miami, Fl. 33131

ARTICLE 4: THE NEW NUMBER OF SHARES IS:
1'000,000 Shares Par Value $1,000.00

ARTICLE 5: THE NEW REGISTERED OFFICE IS:
25 SE 2nd. Ave. # 503
MIAMI, FLORIDA 33131

ARTICLE 6-7:
THE NEW ADDRESS FOR THE INICIAL DIRECTOR AND INCORPORATOR IS:
25 SE 2nd. Ave. # 503
MIAMI, FLORIDA 33131

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: APRIL 16-1996.

FOURTH: Adoption of Amendment(s) (check one)

[X] The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

[ ] The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by ______________________."
(voting group)

[ ] The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

[ ] The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 16th. day of APRIL, 19 96.

Signature ______________________
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
OR
(By a director if adopted by the directors)
OR
(By an incorporator if adopted by the incorporators)

JOAO A. DEBARROS
Typed or printed name

PRESIDENT
Title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

____
ALEXANDRE MORGADO A/K/A ALEJANDRO M. PEREIRA
16th. APRIL -1996
DATE