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V. DONALD HILLEY, P.A.

SUITE 204, PROSPERITY GARDENS

11360 PROSPERITY FARMS ROAD

PALM BEACH GARDENS, FLORIDA 33410

TELEPHONE (407) 627-0009

FAX NO. (407) 622-5531

March 9th, 1995

Corporate Record Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

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-03/27/95--01063--015
*****122.50 *****122.50

Re: FLORIDA COPPER, INC.

Gentlemen:

We are enclosing the original and a duplicate copy of the Articles of Incorporation of this proposed corporation together with a Designation of Registered Agent and Acceptance of Designation. The duplicate copy of the Articles have been subscribed and acknowledged by the subscriber in the same manner as the original.

Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return it to us. Enclosed is a check for \$122.50 to cover the costs of the filing fee, certificate fee and registered agent and designation fee.

Very truly yours,


V. Donald Hilley

Enclosures

FILED
95 MAR 27 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FLORIDA COPPER, INC.

FILED

95 MAR 27 AM 9:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation is:

FLORIDA COPPER, INC.

ARTICLE II

Nature of Business

The general nature of business to be transacted by this corporation is: any business or business activity permitted under the laws of the State of Florida and the United States.

ARTICLE III

Capital Stock

The maximum number of shares this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock with a par value of one dollar (\$1.00) per share.

ARTICLE IV

Term of Existence

The corporation shall exist perpetually.

ARTICLE V

Registered Office and Agent

The street address of the Registered Office of this corporation in the State of Florida is:

11380 PROSPERITY FARMS ROAD, SUITE 204
PALM BEACH GARDENS, FL 33410

The Registered Agent of the corporation at the corporation's Registered Office is:

V. DONALD HILLEY

ARTICLE VI

Directors

This corporation shall have one (1) initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII

Initial Directors

The name and address of the members of the first Board of Directors is:

FRED M. LOZO
12496 QUERCUS LANE
WEST PALM BEACH, FL 33414

ARTICLE VIII

Principal Office of Corporation

The address of the principal office of this corporation is:

12496 QUERCUS LANE
WEST PALM BEACH, FL 33414

ARTICLE IX

Incorporator

The name and address of the incorporator of these Articles of Incorporation is:

FRED M. LOZO
12496 QUERCUS LANE
WEST PALM BEACH, FL 33414

ARTICLE X

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 stockholders meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 22nd day of March, 1995.


FRED M. LOZO

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

ss:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid, to take acknowledgements, personally appeared FRED M. LOZO, to me well known to be the person described as incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 22nd day of March, 1995.


Notary Public

SEAL:



V. DONALD HILLEY
MY COMMISSION # CC420676 EXPIRES
December 2, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

DESIGNATION OF REGISTERED AGENT

AND

ACCEPTANCE OF DESIGNATION

FILED

MAR 27 AM 9:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

That FLORIDA COPPER, INC., desiring to organize or qualify under the laws of the State of Florida, with its registered office located at:

11380 PROSPERITY FARMS ROAD, SUITE 204
PALM BEACH GARDENS, FL 33410

has named V. DONALD HILLEY as its agent to accept service of process within Florida.

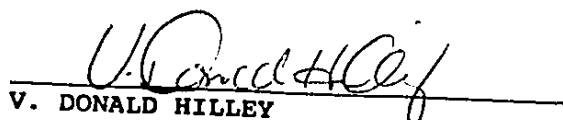


FRED M. LOZO

Title: Director

Date: March 22, 1995

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



V. DONALD HILLEY

Date: 3-22-95