

P95000026131

March 10, 1995

SECRETARY OF STATE  
Corporate Records Bureau  
Division of Corporation  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

600001432296  
-03/17/95--01014--003  
\*\*\*\*125.00 \*\*\*\*125.00

Gentlemen:

Enclosed please find a money order to cover filing fee of new Corporation named:


FIVE STARS PRODUCTION INC.

Thank you for your help in this matter.

Very truly yours,

FIVE STARS PRODUCTION

Gold Production Corp.

  
\_\_\_\_\_  
RAMON PAZ, REGISTERED AGENT  
7441 Wayne Ave., #11R  
Miami Beach, FL. 33141

FILED  
95 MAR 29 PM 1:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

502,619  
W95-6001

Dmc  
3/31/95



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 17, 1995

RAMON PAZ  
7441 WAYNE AVE. #11R  
MIAMI BEACH, FL 33141

Ref Ch#1 0400

SUBJECT: FIVE STARS PRODUCTION, INC.  
Ref. Number: W95000006001

We have received your document for FIVE STARS PRODUCTION, INC. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6929.

Brendolyn Bruton  
Corporate Specialist

Letter Number: 195A00012032

March 23, 1995

SECRETARY OF STATE  
Corporate Records Bureau  
Division of Corporation  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

Gentlemen:

Enclosed please find a money order to cover filing fee of new  
Corporation named:

GOLD PRODUCTION CORP.

Thank you for your help in this matter.

Very truly yours,

GOLD PRODUCTION



RAMON PAZ, REGISTERED AGENT  
7441 Wayne Ave., #11R  
Miami Beach, FL. 33141

ARTICLES OF INCORPORATION

OF

GOLD PRODUCTION CORP.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation of a corporation profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State of Florida, this Certificate of Incorporation; and to that end we do, by this Certificate, set forth:

A R T I C L E I

The name of this corporation (which is hereinafter called the "Corporation") is:

GOLD PRODUCTION CORP.

A R T I C L E II

The general nature of the business to be transacted is as follows:

SECTION A:

ANY LEGAL BUSINESS

SECTION B:

That of purchasing, leasing, renting, selling, holding and otherwise acquiring and disposing of real estate and personal property, both tangible and intangible, and chooses in action either as owner, broker, agent of factor.

SECTION C:

In the purchase or acquisition of property, business rights of franchise, or for additional working capital, or for any other object in or about its business of affairs, and without limit as to amount, to incur debts, and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, negotiable and transferable instruments and evidences of indebtedness of all kinds whether secured by mortgage, pledge, deed of trust or otherwise.

#### SECTION D:

To engage in the sales and commission business in the representation of factories, wholesalers and businesses which require the use and services of a sales and commissions agency, and to do all things necessary in connection with the operation of a sales commission agency; as well as to engage in other similar and allied businesses incidental to a sale and commission agency, which said agency will operate both within and without the continental limits of the United States of America.

#### SECTION E:

Generally, to make and perform contracts of any kind and description, and for the purpose of attaining any of the objects of the Corporation, to do and perform any other act or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which are now, or hereafter may be authorized by law, and generally do and perform any and all things necessary or incidental to the performing or carrying out the powers hereinabove specifically delegated or implied.

#### A R T I C L E I I I

The stock of this Corporation shall be divided into 60 shares of stock of the No Par Value per share, all of one class, namely, Common Stock. All said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose; property, labor or services may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

#### A R T I C L E I V

The amount of capital with which this Corporation shall begin business shall be no less than one thousand dollars (\$1,000.00)

#### A R T I C L E V

The principal place of business of the Corporation shall be at 7441 Wayne Ave., #11R, Miami Beach Fl. 33141 with the privilege of having branch offices within and without the State of Florida.

#### A R T I C L E V I

This Corporation shall have perpetual existence.

#### ARTICLE VII

The business of this Corporation shall be conducted by a Board of Directors of not less than (1) Director, the exact number of Directors to be fixed by the By-Laws of this Corporation.

#### ARTICLE VIII

The name and post office addressee of the first Board of Director of this Corporation, who shall hold office until the organization meeting of this corporation, and until his successors are elected and have qualified is:

RAMON PAZ  
7441 WAYNE AVE., 11R  
MIAMI BEACH, FL. 33141

The offices to be held by the above named Director are as follows:

RAMON PAZ, PRESIDENT  
MERCED PAZ. VICE-PRESIDENT  
EDILIA C. PAZ, SECRETARY

The initial registered agent of the Corporation at the initial registered office of this Corporation will be:

RAMON PAZ  
7441 WAYNE AVE, #11R  
MIAMI BEACH, FL. 33141

#### ARTICLE IX

The name and post office addresses of each subscriber of these Articles of Incorporation, and a statement of the number of shares of stock which each agrees to take is as follows:

<u>Name</u>	<u>Address</u>	<u>No. Shares</u>	<u>Value</u>
RAMON PAZ	7441 WAYNE AVE., #11R Miami Beach, FL. 33141	20	No par value
MERCEDES PAZ	7441 WAYNE AVE., #11R Miami Beach, FL 33141	20	No par value
EDILIA C. PAZ	7441 WAYNE AVE. #11R MIAMI BEACH, FL 33141	20	No par value

#### ARTICLE X

The provisions of this Charter, and each and every article and section hereof, and the By-Laws of this Corporation shall be considered a part of every contract and transaction to which this Corporation shall be a party. Every person, association and/or corporation dealing with this Corporation is hereby charged with notice and knowledge of this Corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, and acknowledge to be filed in the office of the Secretary of State the foregoing Articles of Incorporation, this 23 day of March, A.D., 1995.

*[Signature]* (Seal)

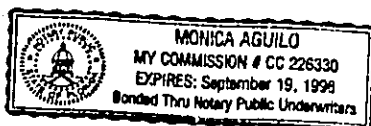
STATE OF FLORIDA )  
COUNTY OF DADE ) SS:

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared Ramon F. Paz and severally acknowledged before me that he signed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at the City of Miami, County of Dade, State of Florida, this 27<sup>th</sup> day of March A.D., 1995.

*[Signature]*  
NOTARY PUBLIC  
State of Florida at Large

My commission expires:





FILED

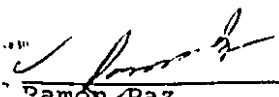
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CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTIONS 48.091 and 607.034, FLORIDA  
STATUTES, as may be amended, the following is submitted:

That, GOLD PRODUCTION CORP., desiring to organize and  
qualify as a corporation under the laws of the State of Florida,  
with its initial registered office at 7441 Wayne Ave., #11R  
Miami Beach, FL. 33141, has named Ramon Paz, as its Registered  
Agent to accept service of process within the State of Florida;  
and

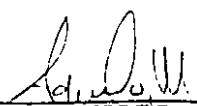
That, having been named to accept service of process for  
the above-stated corporation, at the place designated in this  
certificate, Ramon Paz hereby agrees to act in this capacity,  
and further agrees to comply with the provisions of all statutes  
relative to the proper performance of his duties.

  
Ramon Paz

STATE OF FLORIDA     )  
                              ) SS  
COUNTY OF DADE     )

BEFORE ME, a Notary Public authorized to take  
acknowledgements in The State and County set forth above,  
personally appeared Ramon Paz known to be and known by me to be  
the person who executed the foregoing Certificate Designating  
Registered Agent and office, and he acknowledged before me that  
he executed same for the purposes and in the capacities set  
forth therein.

IN WITNESS THEREOF, I have hereunto set my hands and  
official seal in the State and County aforesaid, this 27<sup>th</sup> day  
of March 1995.

  
NOTARY PUBLIC, STATE OF  
FLORIDA

