

1950004/991

LAW OFFICES
BIRR & KING, P.A.
2881 EAST OAKLAND PARK BOULEVARD
300 COMMONWEALTH BUILDING
FORT LAUDERDALE, FLORIDA 33306-1893
(208) 881-8900

FORT LAUDERDALE OFFICE

JAMES D. BIRM, JR.
ROBERT L. KING
OF COUNSEL
WILLIAM E. ABICRAFT
ANNA MAE WALSH BUNKE
STEPHEN L. GRIFFITH

May 23, 1995

GAINESVILLE OFFICE

JACK M. ROSS - OF COUNSEL
204 WEST UNIVERSITY AVENUE - SUITE 4
GAINESVILLE, FLORIDA 32601
(804) 376-1000

The Honorable Jim Smith
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Incorporation of Harvest Gold, Inc.

Dear Sir:

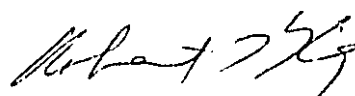
Enclosed are the original and one duplicate copy of the Articles of Incorporation of this proposed corporation.

The duplicate copy has been executed and acknowledged by the Incorporator in the same manner as the original. Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify it, and return same to my office with the enclosed airbill.

A check in the amount of \$122.50 is enclosed to cover the \$35.00 filing fee, the \$52.50 fee for the certified copy of the Articles of Incorporation, and the \$35.00 for filing the designation of registered agent.

Very truly yours,

BIRR & KING, P.A.



ROBERT L. KING

RLK:cn
Enclosures
Corp/foerst4/6

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-05/24/95--01070--012
***122.50 ***122.50

D. BROWN MAY 30 1995

ARTICLES OF INCORPORATION
OF
HARVEST GOLD, INC.

FILED
95 MAY 24 PM 1:24
CLERK OF CIRCUIT COURT
MIAMI, FLORIDA

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

ARTICLE I - NAME

The name of this corporation is Harvest Gold, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,000 shares of \$1.00 par value common stock.

ARTICLE V - REGISTERED AGENT

The street address of the initial registered office of this corporation is 2881 E. Oakland Park Blvd., Suite 300, Ft. Lauderdale, Florida 33306, and the name of the initial registered agent of this corporation at that address is Robert L. King.

ARTICLE VI - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 2508 North Bay Drive, Apt. 1, Pompano Beach, Florida 33062.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are: George J. Foerst, Jr., 2508 North Bay Drive, Apt. 1, Pompano Beach, Florida 33062, and Marvin M. Yakos, 2508 North Bay Drive, Apt. 1, Pompano Beach, Florida 33062.


ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is Robert L. King, 2881 E. Oakland Park Blvd., Suite 300, Ft. Lauderdale, Florida 33306.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 23rd day of May, 1995.



Robert L. King, Incorporator

STATE OF FLORIDA)
 :
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 23rd day of May, 1995, by Robert L. King, () who is personally known to me or () who has produced _____ as identification.

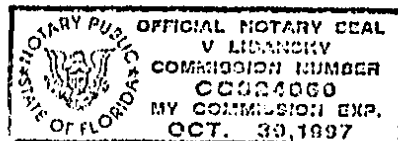
NOTARY PUBLIC:

Sign

Print

Notary Public, State of Florida
at Large

My commission expires:



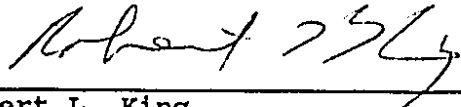
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

FILED
MAY 24 PM 1:24
CLERK OF COURT
JACKSONVILLE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

HARVEST GOLD, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at city of Pompano Beach, state of Florida, has named Robert L. King, located at 2881 E. Oakland Park Blvd., Suite 300, Ft. Lauderdale, Florida 33306, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in the Articles of Incorporation, 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.



Robert L. King

Dated: May 23, 1995

P95000041991

LAW OFFICES
BIRR & KING, P.A.
2881 EAST OAKLAND PARK BOULEVARD
300 COMMUNITYWELLTH BUILDING
FORT LAUDERDALE, FLORIDA 33308-1883
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OF COUNSEL
WILLIAM E. AMICRAFT
ANNA MAE WALSH BURKE
STEPHEN L. GRIFFITH

GAINESVILLE OFFICE
JACK M. ROBB - OF COUNSEL
204 WEST UNIVERSITY AVENUE - SUITE 4
GAINESVILLE, FLORIDA 32601
(804) 378-1000

June 15, 1995

The Honorable Jim Smith
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Amendment to Articles of Incorporation
of Harvest Gold, Inc.

Dear Sir:

Enclosed please find two executed copies of the Articles of Amendment to Articles of Incorporation of Harvest Gold, Inc., changing the corporate name to Harvest Treasure, Inc.

The duplicate copy has been executed and acknowledged by the Incorporator in the same manner as the original. Please endorse your approval of the Articles of Amendment to the Articles of Incorporation on the duplicate copy, certify it, and return same to my office.

A check in the amount of \$87.50 is enclosed representing \$35.00 for the filing of the Articles of Amendment to the Articles of Incorporation of Harvest Gold, Inc., and \$52.50 for the certified copy of the Articles of Amendment.

Very truly yours,

BIRR & KING, P.A.

Robert L. King
ROBERT L. KING

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06/20/95--01060--009
*****87.50 *****87.50

RLK/cn
Enclosures
cc: George Foerst
Real/foerst4/12

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 19 AM 9:07
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DIVISION OF CORPORATIONS

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ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
HARVEST GOLD, INC.

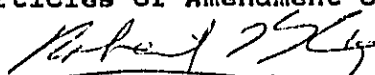
A. Article I of the Articles of Incorporation of Harvest Gold, Inc. is amended to read as follows:

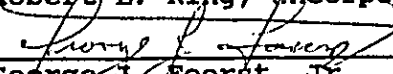
ARTICLE I - Name

The name of this corporation is Harvest Treasure Inc.

B. The foregoing amendment was adopted by the sole incorporator and all of the directors of this corporation without shareholder action by written statement dated June 15, 1995, manifesting their intention that the foregoing amendment be adopted, pursuant to Florida Statute 607.1005. Shareholder action was not necessary as shares had not yet been issued by the corporation.

IN WITNESS WHEREOF, the undersigned incorporator and directors have executed these Articles of Amendment on June 15, 1995.

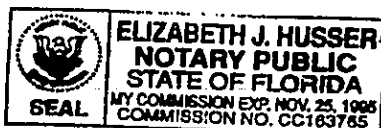

Robert L. King, Incorporator


George J. Foerst, Jr., Director

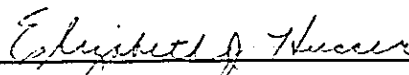

Marvin M. Yakos, Director

STATE OF FLORIDA)
 :
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 15th day of June, 1995, by Robert L. King, (✓) who is personally known to me or () who has produced _____ as identification; by George J. Foerst, Jr., () who is personally known to me or (✓) who has produced FL DRIVER'S LICENSE as identification; and by Marvin M. Yakos, () who is personally known to me or (✓) who has produced FL DRIVER'S LICENSE as identification



NOTARY PUBLIC:

Sign 

Print ELIZABETH J. HUSSER
Notary Public, State of Florida
at Large

My commission expires: