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95 JUL 14 PM 3:11
TALLAHASSEE, FLORIDA

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

904-222-1092

CORPORATION(S) NAME

100001538104
-07/14/95--01052--009
****140.00 *****70.00

MicroGold, Inc

☒ Profit Articles

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Call if Problem

☐ Will Wait

☐ Merger

☐ Mark

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS/G/S

☐ After 4:30

☒ Pick Up

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7/14/95

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CR2E031 (1-89)

D. BROWN JUL 14 1995

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FIRST: THE CORPORATE NAME THAT SATISFIES THE REQUIREMENTS OF SECTION 607.0401 IS: MicroGold, Inc.

SECOND: THE ADDRESS OF THE INITIAL PRINCIPAL OFFICE AND, IF DIFFERENT, THE MAILING ADDRESS OF THE CORPORATION IS:

801 Brickell Avenue, 9th Floor, Miami FL 33131

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE
IS: Two Thousand (2,000)

*FOURTH: (a) IF THE SHARES ARE TO BE DIVIDED INTO CLASSES, THE DESIGNATION OF EACH CLASS IS:

| | |
|------------------------|--------------|
| <u>Common, Class A</u> | <u>1,000</u> |
| <u>Common, Class B</u> | <u>1,000</u> |

(b) STATEMENT OF THE PREFERENCES, LIMITATIONS AND RELATIVE RIGHTS IN RESPECT OF THE SHARES OF EACH CLASS:

| <u>CLASS</u> | <u>PREFERENCES</u> | <u>LIMITATIONS</u> | <u>RELATIVE RIGHTS</u> |
|--------------|---------------------|--------------------|------------------------|
| <u>A</u> | <u>see attached</u> | <u>n/a</u> | <u>n/a</u> |
| <u>B</u> | <u>see attached</u> | <u>n/a</u> | <u>n/a</u> |

*FIFTH: (a) IF THE CORPORATION IS TO ISSUE THE SHARES OF ANY PREFERRED OR SPECIAL CLASS IN SERIES, THE DESIGNATION OF EACH SERIES IS:

none

(*Optional)

PROVISIONS RELATIVE TO RIGHTS OF CLASS OF STOCK:

The Common Stock of the Corporation shall be issued in two classes, designated Class A Common and Class B Common. Shares of Class B Common stock shall not entitle the holders thereof to any dividends. The holders of Class A Common stock are exclusively entitled to receive dividends when and as declared by the board of directors of the corporation, out of any assets of the corporation available for dividends pursuant to the laws of the State of Florida.

Except as specifically required by law, shares of Class A Common stock shall not entitle the holders thereof to any vote whatsoever, and the holders of such shares shall not be entitled to notice of, or participation in, the meetings of the stockholders of the corporation. All voting rights shall be vested exclusively in the outstanding shares of Class B Common stock, and each share shall entitle the holder thereof to one vote per share.

(b) STATEMENT OF THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES AS BETWEEN SERIES INsofar AS THE SAME ARE TO BE FIXED IN THE ARTICLES OF INCORPORATION:

| <u>SERIES</u> | <u>RELATIVE RIGHTS</u> | <u>PREFERENCES</u> |
|---------------|------------------------|--------------------|
| <u>n/a</u> | | |
| | | |
| | | |

(c) STATEMENT OF ANY AUTHORITY TO BE VESTED IN THE BOARD OF DIRECTORS TO ESTABLISH SERIES AND FIX AND DETERMINE THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES BETWEEN SERIES:

n/a

SIXTH: PROVISIONS GRANTING PREEMPTIVE RIGHTS ARE:

none

SEVENTH: PROVISIONS FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION ARE:

none

EIGHTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS C/O CT CORPORATION SYSTEM, 1200 SOUTH PINE ISLAND ROAD,
CITY OF PLANTATION, FLORIDA 33324, AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS CT CORPORATION SYSTEM

*NINTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS one (1), AND THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE: Tom Alvarez 801 Brickell Avenue, 9th Floor, Miami FL 33131

TENTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

Judith C. Kenestrick 1025 Vermont Avenue, Washington DC 20005
Susan Neal 1025 Vermont Avenue, Washington DC 20005
Norma M. Velasquez 1025 Vermont Avenue, Washington DC 20005

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED HAS (HAVE) EXECUTED THESE ARTICLES OF INCORPORATION

THIS 13th DAY OF July, 19 95.

Judith C Kenestrick
SIGNATURE/TITLE

Judith C. Kenestrick

Susan Neal
SIGNATURE/TITLE

Susan Neal

Norma Velasquez
SIGNATURE/TITLE

Norma M. Velasquez

ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION
607.0501 (3) F.S.: CT CORPORATION SYSTEM IS FAMILIAR WITH AND
ACCEPTS THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

CT CORPORATION SYSTEM

DATED 7/13, 19 95

BY A.D. Hamilton

A.D. Hamilton
(TYPE NAME OF OFFICER)

Assistant Secretary
(TITLE OF OFFICER)