

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE: July 26, 1995

ORDER TIME : 11:18 AM

ORDER NO. 1 648699

CUSTOMER NO:

869010

CUSTOMER: No. Jennifer Connors - 86901q

PRENTICE HALL LEGAL & FINANCIAL SERVICES, INC.

1 Biscayne Tower

2 South Biscayne Blvd, #1810

Hiami, FL 33131

DOMESTIC FILING

NAME: POINCIANA MINING, INC.

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

FILED
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*****70.00 *****70.00

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FLORIDA DEPARTMENT OF STATE

July 27, 1995

Sandra B. Mortham Secretary of State

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: POINCIANA MINING, INC.

Ref. Number: W95000015093

We have received your document for POINCIANA MINING, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

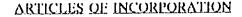
Please give the complete mailing address for the corporation.

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) 487-6932.

Letter Number: 995A00035634

Teresa Brown Corporate Specialist





OF

POINCIANA MINING, INC.

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is Poinciana Mining, Inc.

SECOND: The address, wherever located, of the principal office of the corporation, if known, is 2149 South Poinciana Blvd., Kissimmee, Florida 34758.

THIRD: The mailing address, wherever located, of the corporation is 401 E. Semoran Blvd., Casselberry, Florida 32707.

FOURTH: The number of shares that the corporation is authorized to issue is 100, all of which are at \$5.00 par value and are of the same class and are to be Common shares.

FIFTH: The street address of the initial registered office of the corporation in the State of Florida is c/o Michelle Veigle, 2149 South Poinciana Blvd., Kissimmee, Florida 34758.

The name of the initial registered agent of the corporation at the said registered office is Michelle Veigle.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

SIXTH: The name and the address of the incorporator are:

NAME

ADDRESS

Jennifer L. Connors

2 South Biscayne Blvd., Suite 1810 Miami, FL 33131

SEVENTH: The purposes for which the corporation is organized is to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

EIGHTH: The duration of the corporation shall be perpetual.

NINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

<u>TENTH</u>: Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on July 20, 1995.

Jennifer L. Connors, Incorporator

25 JUL 28 31 3: 11

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agem.

midalle Veigle Date: 7/21/95