

P96000010518

ROBERT L. COLE  
14104 SKYE TERRACE  
DELRAY BEACH, FL. 33446

December 7, 1995

SECRETARY OF STATE  
CORPORATE NAME DIVISION  
POST OFFICE BOX 6327  
TALLAHASSEE, FL. 32314

FILED  
95 JAN 29 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

600001671006  
-12/26/95--01074--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Enclosed please find herewith, Articles of Incorporation to be filed for  
**GLITTER, INC.**

Please accept our check for \$70 for incorporation fees. At your earliest  
convenience, please send us your letter confirming these articles have been filed.  
Thank you for your assistance.

Yours truly,

*Robert L. Cole*  
ROBERT L. COLE

76  
1/6/96  
ab78  
ab34  
ab7



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 2, 1996

ROBERT L. COLE  
14104 SKYE TERRACE  
DELRAY BEACH, FL 33446

SUBJECT: GLITTER, INC.  
Ref. Number: W9600000076

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

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 896A00000112

# ARTICLES OF INCORPORATION

OF

## GLITTER, INC.

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

### ARTICLE I

The name of this corporation is **GLITTER, INC.**

### ARTICLE II

The Corporation is organized as a corporation for profit and shall be permitted to engage in any lawful purpose not specifically prohibited to corporations under the applicable laws of the State of Florida, including, but not limited to, the following:

To acquire by purchase, lease or trade for services, equipment designed to facilitate the exploration, location, identification, inspection, repair, demolition, entry, removal, recovery and mining of diamonds, gold, and all other gems, ores and minerals or anything else which has been placed, constructed, lost, abandoned, or otherwise concealed under water, or on land.

To research, design, develop, construct, test and utilize new or existing technology for the exploration, location, identification, inspection, repair, demolition, entry, removal, recovery and mining of diamonds, gold, and all other gems, ores and minerals or anything else which has been placed, constructed, lost, abandoned, or otherwise concealed under water, or on land.

To finance, operate, direct, supervise, contract and/or sub-contract personnel and equipment, expeditions and projects, nationally and internationally to explore, locate, identify, inspect, repair, destroy, enter, remove, recover anything else which has been placed, constructed, lost, abandoned, or otherwise concealed under water, or on land.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE VII

The street address of the initial principle office is: 14104 Skye Terrace, Delray Beach, Florida 33446, and the name of its initial registered agent is Robert L. Cole.

*THE REGISTERED OFFICE ADDRESS IS THE SAME AS THE PRINCIPLE OFFICE.*

*RLC  
1/30/96*

## ARTICLE VIII

The number of directors constituting the initial Board of Directors of this Corporation is four (4). The name and street address of the initial director of this Corporation is:

Robert L. Cole  
14104 Skye Terrace  
Delray Beach, Florida 33446

The initial director may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name persons to fill vacancies on the Board of Directors created by an increase in the number of directors which occurs between annual meetings. The number of directors of this Corporation shall be not less than four (4).

## ARTICLE IX

The name and street address of the subscriber to these Articles of Incorporation, together with the number of shares and stock and value of consideration therefore are as follows:

Robert L. Cole	SHARES	CONTRIBUTION
14104 Skye Terrace	1,000	\$1,000.00
Delray Beach, Florida 33446		

## ARTICLE X

The date when corporate existence shall commence shall be upon the filing of these Articles of Incorporation by the Department of State, State of Florida.

To secure contracts, permits, leases, licenses, and rights from private individuals, companies and other legal entities and from governmental authorities having jurisdiction, both nationally and internationally over the exploration, identification, inspection, repair, demolition, entry, removal, recovery and mining of diamonds, gold, and all other gems, ores and minerals or anything else which has been placed, constructed, lost, abandoned, or otherwise concealed under water, or on land.

To sell, display, auction, hold for appreciation, trade, export, import, or otherwise deal in anything of value which has been removed, recovered and salvaged by the Corporation from under water, or on land.

### ARTICLE III

The aggregate number of shares which this corporation shall have the authority to issue shall be 1,000 shares of \$1.00 par value. The consideration to be paid for each share shall be fixed by this Corporation.

### ARTICLE IV

The amount of capital with which this Corporation will begin business is One Thousand Dollars (\$1,000.00)

### ARTICLE V

This Corporation is to exist perpetually.

### ARTICLE VI

No officer, director or shareholder shall be liable for any debts of this Corporation.

#### ARTICLE XI

This Corporation, and the parties hereto, shall take whatever action necessary to cause the shares of this Corporation to qualify as "Section 1244 Stock", as such term is used and defined in the Internal Revenue Code of 1986 and the Regulations issued thereunder.

#### ARTICLE XII

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the shareholders of this Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

#### ARTICLE XIII

Directors of this Corporation need not be residents of the State of Florida, unless otherwise provided in the Articles or Bylaws of the Corporation.

The shareholders of this Corporation shall have exclusive authority to fix the compensation of Directors of this Corporation, unless otherwise provided in the Articles or Bylaws.

#### ARTICLE XIV

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of a conference telephone, as provided by law, but regular meetings must be attended in fact in person by each director.

ARTICLE XV

This Corporation, its shareholders, or any combination of this Corporation and its shareholders, may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreements is noted on the face or on the back of the certificates representing any such shares, such agreements will be binding and enforceable upon any transferee or successor of any party to such agreement.

ARTICLE XVI

These Articles of Incorporation may be amended in the manner provided in the Bylaws and may be amended at any regular or special shareholders meeting called for such purpose upon a majority affirmative vote of all the shareholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned signed does hereby affix his hand for the purpose of forming this Corporation this 7th day of December, 1995.


  
\_\_\_\_\_  
Robert L. Cole

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:  
First: That **GLITTER, INC.** desiring to organize or qualify under the laws of the  
State of Florida with its principle place of business at City of Delray Beach, State of  
Florida, has named Robert L. Cole located at:

14104 Skye Terrace  
Delray Beach, Florida 33446

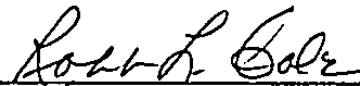
as its agent to accept service of process within Florida.

Signature   
Robert L. Cole

Title President

Date December 7th, 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.

Signature   
Robert L. Cole

Date December 7th, 1995

FILED  
DEC 29 PM 3:51  
CLERK OF STATE  
TALLAHASSEE, FLORIDA



STATE OF FLORIDA       )  
                                  )  
COUNTY OF *PALM BEACH* )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared *Robert L. Cole* known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation, *and who produced FLA. DRIVER'S LICENSE as identification.*

IN WITNESS WHEREOF, I have hereto set my hand and affixed my official seal, in the State and County of aforesaid, this 20th day of DECEMBER, 1995.

*Shirley B. Ashway*  
\_\_\_\_\_  
NOTARY PUBLIC

My commission expires:



SHIRLEY B. ASHWAY  
MY COMMISSION # 00383624 EXPIRES  
AUGUST 10, 1998  
BONDED THROUGH TY PAIR INSURANCE, INC