196W) 21066

February 27th 1996

Florida Dept. of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32301

Incorporation of INTERNATIONAL RESOURCE GROUP, INC.

Dear Sir,

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Enclosed please find the following:

- The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
- 2. My check in the amount of \$122.50 to cover the filing fee.
 - 3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and weturn the certified copy of the Articles of the Incorporation to the undersigned at Express Legal Services, Inc., 1103 W. Hibiscus Blvd., Suite #302, W. Melbourne, Fl 32904, telephone number (407) 729-6399.

Thank you for your assistance in this matter.

Sincerely,

Wendy Barclay

ARTICLES OF INCORPORATION

OF

INTERNATIONAL RESOURCE GROUP, INC.

ARTICLE I. NAME

The name of this corporation is:

INTERNATIONAL RESOURCE GROUP, 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. CAPITOL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "common shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT
The street address of the initial registered office of
this corporation is 1805 Blue Heron Drive, Melbourne, Florida
32940 and the name of the initial registered agent of this
corporation at that address is WENDY BARCLAY.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have four directors initially.

The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

DEAN BARCLAY 1805 Blue Heron Drive Melbourne, FL 32940

JAMES ROBERTS JR. 1919 Fabian Circle Melbourne, FL 32940

WENDY BARCLAY 1805 Blue Heron Drive Melbourne, FL 32940

RHONDA BABB 1919 Fabian Circle Melbourne, FL 32940

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS
The principal office of the corporation is located at
1805 Blue Heron Drive, Melbourne, Florida 32940 and the
mailing address of the corporation is P.O. Box 410346
Melbourne, Florida 32941,

ARTICLE IX. INCORPORATOR

The name and address of the person signing those articles are:

WENDY BARCLAY 1805 Blue Heron Drive Melbourne, Florida 32940

ARTICLE X. AMENDMENTS

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

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this Afthe day of Fallace, 1996.

WENDY BARCLAY Subscriber

STATE OF FLORIDA COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared WENDY BARCLAY to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 27th day of February, 1996.

Notary Public

SANDRA DUNN lotary Public, Sinte of Rorido Comm. Expires Dec. 25, 196

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DESIGNATION AS REGISTERED AGENT

In compliance with Section 48.091, and Section 607.0347, Florida Statutes, the following is submitted:

That INTERNATIONAL RESOURCE GROUP, INC., desiring to organize under the laws of the State of Florida, with its principal office at 1805 Blue Heron Drive, City of Melbourne, Brevard County, Florida 32940, has named WENDY BARCLAY located at 1805 Blue Heron Drive, City of Melbourne, Brevard County, Florida 32940, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

WENDY BAKCLAY Registered Agent

P96000021066

TO Whom it May Concern:

Altached Please find paperwork & payment for Dissolution of International Resource Dump, Inc.

Sincerely,

Dean Balclay President, International Resource Group, Inc

IRG POBOX 410346 McCBOURNC F1 33941-0346

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ARTICLES OF DISSOLUTION

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SECRE LARY OF STATE
Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the FLORIDA following articles of dissolution:

FIRST: The name of the corporation is: <u>INTERNATIONAL RESOURCE</u> .
GROUP, INC.
SECOND: The date dissolution was authorized: April 10, 1997
THIRD: Adoption of Dissolution (CHECK ONE)
Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
Dissolution was approved by vote of the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:
The number of votes cast for dissolution was sufficient for approval by
(voting group)
Signed this 10th day of April , 19 97.
Signature
(By the Chairman or Vice Chairman of the Board, President, or other officer)
DEAN BARCICIA
PRESIDENT (Title)