

P96000053541

TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

5000001877389
-06/21/96--01010--015
****70.00 ****70.00

SUBJECT: FILING FEES FOR CORPORATION:

TRAVELING GOLD BOX, INC.

ENCLOSED PLEASE FIND AN ORIGINAL AND ONE COPY OF THE ARTICLES
OF INCORPORATION FOR THE ABOVE CORPORATION AND A CHECK IN THE
AMOUNT OF \$70.00.

PLEASE RETURN PAPERWORK AS SOON AS POSSIBLE.

YOUR COOPERATION IS FULLY APPRECIATED.

YOURS...



SALOMON J. CARDENAS

FROM:
SALOMON J. CARDENAS
580 11TH STREET NO.
NAPLES, FL 33940
(941) 434-6028

FILED
96 JUN 21 PM 12:22
TALLAHASSEE, FLORIDA

6/24/96
JD

ARTICLES OF INCORPORATION
OF
TRAVELING GOLD BOX, INC.

FILED
96 JUN 21 PM 12:22
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF FLORIDA

ARTICLE I - NAME

The name of the Corporation is: TRAVELING GOLD BOX, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business for profit permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 7,500 shares of One (\$1.00) dollar par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this Corporation and its principal address, which is the same as its mailing address is:

FRANCO MORELLO
2468 KINGSLAKE BLVD
NAPLES, FL 33962

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have ONE (01) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial Director of this Corporation is:

FRANCO MORELLO
2468 KINGSLAKE BLVD.
NAPLES, FL 33967

Director/President,
Vice-President,
Treasurer and Secretary.

ARTICLES VII - BY LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every stockholder, upon the sales 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 prorated share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X - INCORPORATOR

The name and address of the person signing these articles

Is: FRANCO MORELLO
2468 KINGSLAKE BLVD.
NAPLES, FL 33962

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in the Article of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these

Articles of Incorporation this 18th day of June 1996.

Signature [Signature]

Name: FRANCO MORELLO

The foregoing instrument was acknowledged before me this 18th DAY of JUNE, 1996 by: FRANCO MORELLO, who has produced: A FLORIDA DRIVERS LIC# M 640-240-50-409-0 as identification and who did Not take an oath.

[Signature] S. J. CARDENAS (Signature)
Salomon J. Cardenas Notary Public

My Commission Expires:

Seal

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THE CAPACITY OF REGISTERED AGENT FOR SAID CORPORATION, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUS RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 18th DAY OF June 1996.

Signature [Signature]

Name: FRANCO MORELLO