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Raymond P. Virgilio
Certified Public Accountant, P.A.

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FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 17, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-07/19/96--01054--019
*****70.00 *****70.00

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for Copper Enterprises, Inc. and a check to cover the fee.

Please return the approved Articles with the State stamp to me at the above address. If you have any questions, please do not hesitate to contact me.

Sincerely,

Raymond Virgilio

Raymond P. Virgilio, CPA

PH
7/22/96

**ARTICLES OF INCORPORATION
FOR
COPPER ENTERPRISES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We the undersigned, hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a Corporation under the provisions of Chapter 607 of the Statutes of the State of Florida.

ARTICLE I

The name of this Corporation shall be
COPPER ENTERPRISES, INC..

ARTICLE II

The general nature of this business to be transacted by this Corporation shall be as follows:

- a) To engage in any business or economic pursuit not prohibited by the laws of the State of Florida
- b) To hold, lease, rent or sell such business or businesses, and to do any and all things pertinent to said business.
- c) To do all and everything necessary and proper for the accomplishment of any of the objects or the furtherance of any of the powers enumerated in this Certificate of Incorporation necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with others, to carry on any lawful business necessary or incidental to accomplishment of the purposes or objects of the Corporation, whether

or not such business is similar in nature to the purposes and objects set forth in this Certificate of Incorporation.

The foregoing paragraphs shall be constructed as enumerating both objects and of the Corporation, whether or not such business is similar in nature to the purpose and objects set forth in this Certificate of Incorporation.

The foregoing paragraphs shall be constructed as enumerating both objects and powers of the corporation; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation.

ARTICLE III

The authorized capital stock of this Corporation shall consist of ONE THOUSAND (1000) no-par value shares. The transfer of the Corporation shares will be restricted. No share will be transferred, gifted, sold or bequeathed to any person or entity without the unanimous approval of all shareholders of the Corporation.

The whole or any part of the capital stock of this Corporation shall be payable in lawful money of the United States of America, or property, labor, or services at a just valuation to be fixed by the directors. Property or labor may also be purchases with the capital stock at such valuation as shall be fixed by the directors.

ARTICLE IV

The amount of capital with which this corporation shall begin business is not less than One Thousand (\$1,000.00) dollars.

ARTICLE V

This corporation is to have perpetual Existence.

ARTICLE VI

**The principal office of this Corporation shall be at:
18331 Geraldine Road, Dade City, FL 3352**

ARTICLE VII

**The number of directors shall be one, but the by-laws may provide for such increases
or decrease in number thereof as is authorized by law.**

ARTICLE VIII

**The names and Post Office Addresses of the members of the First Board of Directors,
the President, and Secretary are:**

**PRESIDENT: /SECRETARY: Linda Copper, 18331 Geraldine Road, Dade City, FL
3352**

ARTICLE IX

**The names and Post Office Addresses of the subscribers to this Certificate of
Incorporation are:**

Linda Copper, 18331 Geraldine Road, Dade City, FL 3352

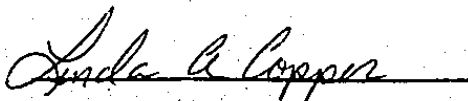
ARTICLE IX

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation, and creating, dividing, limiting and regulating powers of the Corporation, its stockholders and directors are hereby adopted as part of this Certificate of Incorporation.

a) No contract or other transaction of the Corporation in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the Directors of the Corporation is or are parties to or interested in such contract, act or transaction and each and every person who may become a director of the Corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested.

b) The Corporation will not be dissolved through filing or administratively without the unanimous approval of all the shareholders of the Corporation.

WITNESS WHEREOF, the undersigned have made and subscribed to this Certificate of Incorporation at *PASCO* County, State of Florida, for the uses and purposes aforesaid.



Linda Copper, President

STATE OF FLORIDA

COUNTY OF HERNANDO

The foregoing instrument was acknowledged before me this
4/18/96 (date) by Linda Copper who produced
driver license as identification and who did(not) take an
oath.

In witness whereof, I have hereunto set my hand and official seal in the County
and State aforesaid, this 15th day of June, 1996.

My commission expires:

May 11, 1999

Maureen K. Bickford
Maureen K. Bickford, Notary Public



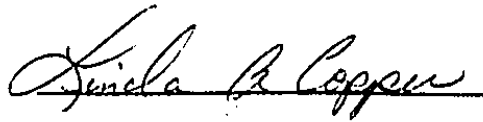
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OR PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

First, that Copper Enterprises, Inc. organized under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Dade City, County of Pasco, State of Florida has named Linda Copper situated at 18331 Geraldine Road, City of Dade City, County of Pasco, State of Florida as its agent to accept service of process within this State.

ACKNOWLEDGMENT: named to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.



Linda Copper, President