

96000070369

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 96 AUG 23 PM 12:17
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

AL AUG 23 1996.

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE 8/23			
TIME 11:00			CK No. _____
BY Bel			

WALK-IN
 Will Pick Up _____

RE: QUINCY GOLD, INC.

	C.O. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s) <u>4/20</u>		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> O U S.		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prop.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

RECEIVED
 96 AUG 23 AM 11:20
 DIVISION OF CORPORATIONS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

FILED

**ARTICLES OF INCORPORATION
FOR
QUADRI GOLD, INC.**

96 AUG 23 PM 12:17

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned subscriber(s) to these Articles of Incorporation hereby form a corporation under the laws of the State of Florida.

**ARTICLE I
Corporation Name**

The name of the corporation is : **QUADRI GOLD, INC.**

**ARTICLE II
Duration**

This corporation shall exist perpetually, unless other wise dissolved according to Florida law.

**ARTICLE III
Purpose**

The purpose of this corporation is to conduct normal business activities as permitted under the laws of the State of Florida.

**ARTICLE IV
Capital Stock**

This corporation is authorized to issue 4 shares of common stock having a normal par value of \$ 1.00.

**ARTICLE V
Election**

The corporation elects organization under subchapter "S". The board of directors shall be required to forever maintain this status.

ARTICLE VI
Initial Registered Agent and Office

The name and street address of the Registered Agent of this corporation is :

Steven N. J. deLaroche, Esquire
100 South Beach Street, Suite 212
Daytona Beach, Florida 32114

The mailing address of this corporation is :

100 South Beach Street, Suite 212
Daytona Beach, Florida 32114

ARTICLE VII
Initial Incorporator

The names and street addresses of the initial Board Incorporator is:

James Johnson
4781 North Congress Avenue, Suite 227
Lantana, Florida 33462

ARTICLE VIII
Initial Board of Directors

This corporation shall initially have four (4) directors. The number of directors of this corporation may be changed at any time, but shall never be less than one.

The names and street addresses of the initial Board of Directors are:

President : Russell C. Rossow
 13176 159th St. N.
 Jupiter, Florida 33478

Vice President: James N. Johnson
 301 South Abercorn Circle
 Boynton Beach, Florida 33436

Secretary: Giles Semy
 243 NE 16th Street
 DelRay Beach, Florida 33444

Treasurer:

Colette Michellini
827 Palama Way
Lantana, Florida 33462

The undersigned subscribers, in witness hereof, have executed these Articles of Incorporation this 20 day of August of 1996.

James Johnson
JAMES JOHNSON

State of Florida

County of Palm Beach

Sworn to and subscribed before me this 20th day of August, 1996.

Sheri A. McCarty
Notary Public,

State of Florida

My Commission Expires : 2-12-99



Sheri A. McCarty
MY COMMISSION # CC436230 EXPIRES
February 12, 1999
BONDED THRU THEY FARM INSURANCE, INC.

**REGISTERED AGENT
CERTIFICATE AND ACKNOWLEDGMENT**

FILED

96 AUG 23 PM 12:17

CLERK OF THE COURT
DAYTONA BEACH, FLORIDA

CERTIFICATE OF REGISTERED AGENT

OF

QUADRI GOLD, INC.

THE NAME OF THE CORPORATION IS: QUADRI GOLD, INC.

**THE ABOVE CORPORATION, DESIRING TO ORGANIZE UNDER THE
LAWS OF THE STATE OF FLORIDA, WITH ITS REGISTERED OFFICE AS
INDICATED IN THE ARTICLES OF INCORPORATION AT:**

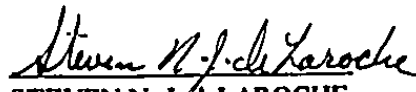
**100 SOUTH BEACH STREET, SUITE 212
DAYTONA BEACH, FLORIDA 32114**

HAS NAMED STEVEN N. J. deLAROCHE, ESQUIRE

**LOCATED AT THE HEREIN MENTIONED ADDRESS, AS ITS
REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS
STATE.**

**100 SOUTH BEACH STREET, SUITE 212
DAYTONA BEACH, FLORIDA 32114**

**I HEREBY ACCEPT THE DUTY TO ACT AS REGISTERED AGENT AND
ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION,
AND AGREE TO COMPLY WITH THE PROVISIONS OF THE LAWS OF THE
STATE OF FLORIDA IN KEEPING OPEN SAID OFFICE.**


STEVEN N. J. deLAROCHE