

P97 000001456

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1.) Phoenix Trading, Inc.
(CORPORATE NAME & DOCUMENT #)

EFFECTIVE DATE

1-2-97

2.)
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3.)
(CORPORATE NAME & DOCUMENT #)

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TALLAHASSEE, FLORIDA 32303
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4.)
(CORPORATE NAME & DOCUMENT #)

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R. G. GIBSON JAN 7 1997

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W97-330



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 7, 1997

CORPORATE ACCESS, INC.

TALLAHASSEE,

SUBJECT: PHOENIX TRADING, INC.
Ref. Number: W97000000330

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TALLAHASSEE, FLORIDA
1/7/97
C. Culligan

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 097A00000681

Articles of Incorporation

of

MOTHER-LODE, , INC.

The undersigned Incorporator hereby forms a corporation under the laws of the State of Florida.

EFFECTIVE DATE

1-2-92

ARTICLE I. CORPORATE NAME

The name of this Corporation is:

MOTHER-LODE , Inc.

ARTICLE II. MAILING ADDRESS OF CORPORATION

The mailing address of this Corporation is:

2801 N. Course Drive, # Q104
Pompano Beach, FL 33069

ARTICLE III. CAPITAL STOCK

The aggregate number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Hundred Thousand (100,000) shares of common stock having a par value of \$.001 per share. The Board of Directors of this Corporation shall have the power to divide and issue the Common Stock into one or more series and to determine the limitation and relative rights of each such series, consistent with the laws of the State of Florida. Shares of one series may be issued as a share dividend in respect of shares of another series.

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ARTICLE IV. COMMENCEMENT AND TERM OF EXISTENCE

This Corporation shall commence its corporate existence on January 2, 1997. This Corporation shall have perpetual existence.

ARTICLE V. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation in the State of Florida and the Corporation's initial registered agent at that office shall be:

Andrew L. Mann, P.A.
8211 W. Broward Blvd.
Suite 310
Plantation, Florida 33324

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one (1) director(s) initially. The number of directors may be increased or decreased from time to time as provided in the By-Laws, but shall never be less than one (1).

ARTICLE VII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Andrew L. Mann, P.A.
8211 W. Broward Blvd.
Suite 310
Plantation, Florida 33324

ARTICLE VIII. AMENDMENT

These Articles of Incorporation may be amended in the manner prescribed by law, except that upon the issuance of shares, every amendment must be approved by the Board of Directors of the Corporation before it is submitted to the shareholders of the Corporation for their approval.


ARTICLE IX. INDEMNIFICATION

Except as may otherwise be provided in the Bylaws of this Corporation, this Corporation shall indemnify its incorporators, officers and directors to the fullest extent permitted by law either now or hereafter in effect.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of January 2, 1997.

Andrew L. Mann, P.A.

By:



Andrew L. Mann,
President

**CERTIFICATE ACCEPTING DESIGNATION AS
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 48.091 and 607.0501 of the Florida Statutes:

Having been appointed registered agent of MOTHER-LODE, INC.

in its Articles of Incorporation, at the place designated in such Articles of Incorporation, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

Andrew L. Mann, P.A.

By:

Andrew L. Mann,
President

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Dated: January 2, 1997