

STANDARD MINING & INVESTMENTS, INC.

937 MILLENBECK AVE. DELTONA, FLORIDA 32725

407-860-2677

FAX: 407-860-5968

PG700004434

January 9, 1997

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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****122.50 ****122.50

To Whom It May Concern,

Enclosed please find two (2) copies of the Articles of Incorporation and a check in the amount of \$122.50 for the incorporation fees of STANDARD MINING & INVESTMENTS, INC.

Please date stamp one of the copies and return it to us in the enclosed self addressed stamped envelope.

If you should have any further questions, please feel free to contact me.

Sincerely,

Patricia M. LoDolce
Patricia M. LoDolce

FILED
97 JAN -9 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
STANDARD MINING & INVESTMENTS, INC.**

97 JAN - 9 AM 9:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

THE UNDERSIGNED, acting as incorporators of a corporation under the Florida General Corporations Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is STANDARD MINING & INVESTMENTS, INC. The mailing address of the corporation is:

937 MILLENBECK AVENUE
DELTONA, FLORIDA 32725

ARTICLE II - TERM OF EXISTENCE

The period of duration of the corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

The general purpose for which the corporation is organized is to engage in general and related business and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country. Additionally, to engage in any business or occupation that is lawful in the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 15,000,000 shares of stock with a par value of \$0.01 per share which shall remain as treasury shares until issue is authorized by a majority vote of the Board of Directors and a 51% vote of the shareholders.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows:

PATRICIA M. LODOLCE
937 Millenbeck Avenue
Deltona, Florida 32725

INITIAL PRINCIPAL OFFICE:

937 Millenbeck Avenue
Deltona, Florida 32725

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have five (5) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than five (5),

The names and addresses of the initial directors are:

MAXWELL M. GUTHRIE
1208 Bonaventure Drive
Melbourne, Florida 32940

GERALD C. PARKER
101 Phillippe Parkway - 3rd Floor
Safety Harbor, Florida 34695

PATRICIA M. LODOLCE
937 Millenbeck Avenue
Deltona, Florida 32725

STEVE BRADVAREVIC
1208 Bonaventure Drive
Melbourne, Florida 32940

PAUL CREGHEUR
8 Rue de L'Eglise
Box 32
Harricada Quest
Quebec, Canada J0Y 1N0

ARTICLE VII - INCORPORATOR(S)

The name and address of the incorporator(s) signing these Articles of Incorporation are:

PATRICIA M. LODOLCE
937 Millenbeck Avenue
Deltona, Florida 32714

ARTICLE VIII - INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE IX - AMENDMENT OF THE ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

EXECUTED by the undersigned at Deltona, Florida this 7th day of January, 1997.



PATRICIA M. LODOLCE

STATE OF FLORIDA

COUNTY OF VOLUSIA

BEFORE ME, THE UNDERSIGNED AUTHORITY, DULY AUTHORIZED IN THE State and County aforesaid, personally appeared Patricia M. LoDolce, to me personally known to be the person described as the subscriber, who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to the Articles of Incorporation.

WITNESS my hand and seal this 7th day of January, 1997.


DOREEN SAMPSON
NOTARY PUBLIC

My commission expires:



ACCEPTANCE BY REGISTERED AGENT

I, PATRICIA M. LODOLCE, agree to accept the designation of Registered Agent for STANDARD MINING & INVESTMENTS, INC. and as such Registered Agent, I agree to accept Service of Process and to comply with all other requirements of Florida Statute, Chapter 607 which apply to my capacity as Registered Agent.

DATED this 7th day of January, 1997.



PATRICIA M. LODOLCE

STATE OF FLORIDA

COUNTY OF VOLUSIA

BEFORE ME, THE UNDERSIGNED AUTHORITY, DULY AUTHORIZED IN THE State and County aforesaid, personally appeared Patricia M. LoDolce, to me personally known to be the person described as the subscriber, who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to the Articles of Incorporation.

WITNESS my hand and seal this 7th day of January, 1997.


DOREEN SAMPSON
NOTARY PUBLIC

My commission expires:



**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA, AND NAMING THE REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with S48.091 and S607.034 of the Florida Statutes, the following is submitted:

1. STANDARD MINING & INVESTMENTS, INC., desiring to qualify under the laws of the State of Florida, with its principal place of business in the city of Deltona, State of Florida, as its Registered Agent to accept service of process within the State of Florida.

DATED this 7th day of January, 1997.

STANDARD MINING & INVESTMENTS, INC.

By: Patricia M. Lodolce

Having been named to accept service of process for the above stated corporation at the place designated above, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 7th day of January, 1997.

Patricia M. Lodolce
PATRICIA M. LODOLCE

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SECRETARY OF STATE
TALLAHASSEE FLORIDA