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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOSEPH-O-RIVERA

PHONE: (305) 672-0686

BrimFang

FAX #: (305) 672-9110

NAME: CANADIAN GOLD BEVERAGE CO.

AUDIT NUMBER.....H97000009668

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

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Florida Department of State

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 12, 1997

CORPORATE CREATIONS INTERNATIONAL, INC.

SUBJECT: CANADIAN GOLD BEVERAGE CO.
REF: W97000013799

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Becky McKnight
Document Specialist

FAX Aud. #: H97000009668
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Canadian Gold Beverage Co.

Article II. Address

The mailing address of the Corporation is:
Canadian Gold Beverage Co.
201 SW 85th Terrace, Suite 303
Pembroke Pines FL 33025

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Gary Walk
500 South Australian Avenue, 10th Floor
West Palm Beach FL 33401

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Meryl Yanoff
Vasken Jibilian

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Gary Walk | FL Bar Member 838829
Lewis, Vegosen, Rosenbach & Silber, P.A.
500 South Australian Avenue, 10th Floor
West Palm Beach FL 33401
561-659-3300

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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Gary Walk

Lewis, Vegosen, Rosenbach & Silber, P.A.

500 South Australian Avenue, 10th Floor

West Palm Beach FL 33401

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 12, 1997.

The undersigned incorporator executed these Articles of Incorporation on June 12, 1997.



GARY WALK

Brian R. Fons as attorney-in-fact

Gary Walk | FL Bar Member 838829
Lewis, Vegosen, Rosenbach & Silber, P.A.
500 South Australian Avenue, 10th Floor
West Palm Beach FL 33401
561-859-3300

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

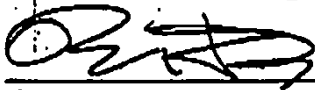
Canadian Gold Beverage Co.

REGISTERED AGENT/OFFICE:

**Gary Walk
500 South Australian Avenue, 10th Floor
West Palm Beach FL 33401**

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



GARY WALK
Brian R. Fons as attorney-in-fact

Date: June 12, 1997

**Gary Walk | FL Bar Member 838829
Lewis, Vegosen, Rosenbach & Silber, P.A.
500 South Australian Avenue, 10th Floor
West Palm Beach FL 33401
561-859-3300**

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