

P97000053387

June 12, 1997

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Fl. 32314

SUBJECT: RHIANNON TRADING & CAPITAL CORP.

Enclosed is an original and one copy of the articles of incorporation
and our check for \$ 78.75 for Filing Fee and Certificate

FROM: Joseph F. Natoli
141 Crandon Blvd
Apartment 235
Key Biscayne Fl 33149

305-365-0487

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
Rhiannon Trading & Capital Corp.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: Rhiannon Trading & Capital Corp.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and the mailing address of this corporation shall be:
141 Crandon Blvd. Suite 235, Key Biscayne, Florida 33149

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Thousand

ARTICLE IV - REGISTERED AGENT

The name and address of the initial registered agent is:
Joseph F. Natoli - 141 Crandon Blvd. Apt. 235, Key Biscayne,
Fl. 33149

ARTICLE V - INCORPORATOR

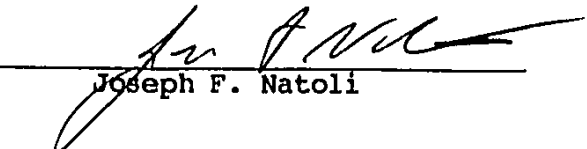
The name and address of the incorporator to these Articles of Incorporation is:
Joseph F. Natoli - 141 Crandon Blvd. Apt. 235, Key Biscayne,
Fl. 33149

ARTICLE VI - OFFICERS

The Officers of the Corporation are as follows:

President & Chief Executive Officer - Joseph F. Natoli

The undersigned incorporator has executed these Articles of Incorporation this the 12th day of June, 1997



Joseph F. Natoli

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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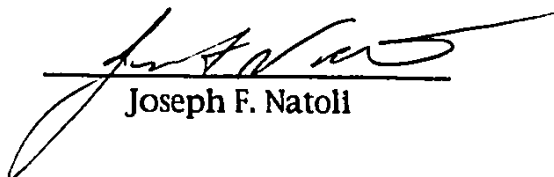
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Rhiannon Trading & Capital Corp.
2. The name and address of the registered agent and office is:

Joseph F. Natoli
141 Crandon Blvd. apt. 235
Key Biscayne, Fl 33149

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Joseph F. Natoli

June 12, 1997
Date

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