

P 97 0000 89781

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

0000002322950--3
-10/17/97-01043--014
****122.50 ****122.50

SUBJECT: GOLDCREST USA, INC.
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check
for \$ 122.50 .

FROM:

SUSAN O. KELLY

Name (printed or typed)

1280 NW 74 STREET

Address

MIAMI, FLORIDA 33147

City, State, & Zip

(305) 694-1768

Telephone Number

FILED
97 OCT 17 AM 9:49
TALLAHASSEE, FLORIDA

Note: Please provide the original and one copy of the Articles.

* Enclosed

Oct 17 1997

ARTICLES OF INCORPORATION

OF

GOLDCREST USA, INC.

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

ARTICLE I NAME

The name of the corporation shall be:

GOLDCREST USA, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**1280 NW 74 STREET
MIAMI, FLORIDA 33147**

ARTICLE III SHARES

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

100 SHARES

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**SUSAN O. KELLY
1280 NW 74 STREET
MIAMI, FLORIDA 33147**

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ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

SUSAN O. KELLY
1280 NW 74 STREET
MIAMI, FLORIDA 33147

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

14TH day of OCTOBER, 19 97.

Susan O. Kelly
Signature

Signature

Signature

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: GOLDCREST USA, INC.

2. The name and address of the registered agent and office is:

SUSAN O. KELLY

(NAME)

1280 NW 74 STREET

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FLORIDA 33147

(CITY/STATE/ZIP)

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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.

SIGNATURE

Susan O. Kelly

DATE

OCTOBER 14, 1997