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DeLOACH & HOFSTRA, P.A.

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January 5, 1998

VIA FEDERAL EXPRESS

Secretary of State
Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32314

400002390494--5
-01/06/98-01018-001
*****70.00 *****70.00

RE: Gold Medallion Awards, Inc.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation, together with a check in the amount of \$70.00 to cover the cost of the following:

Filing Fee	\$ 35.00
Registered Agent	<u>35.00</u>
TOTAL	\$ 70.00

If the above appears to be in order, please return a copy of same to this office indicating that same has been filed. A copy is enclosed for this purpose.

Should you have any questions or comments, please do not hesitate to advise.

Yours very truly,

DENNIS R. DELOACH, JR.

DRD/jai
Enclosures
cc: Gold Medallion Awards, Inc.
jai\corp\state.ltr

FILED
98 JAN -6 PM 12:29
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

for 259

ARTICLES OF INCORPORATION
OF
GOLD MEDALLION AWARDS, INC.

FILED
98 JAN -6 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators to these Articles of Incorporation, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I
NAME AND ADDRESS

The name of the corporation is: GOLD MEDALLION AWARDS, INC. The physical address of the corporation is Tierra Verde R & M, 200 Madonna Boulevard, Tierra Verde, FL 33715. The mailing address of the corporation is Tierra Verde R & M, 200 Madonna Boulevard, Tierra Verde, FL 33715.

ARTICLE II
NATURE OF BUSINESS

The purpose of this corporation is to engage in any activities or businesses permitted under the laws of the United States and the laws of the State of Florida.

ARTICLE III
CAPITAL STOCK

The corporation is authorized to issue seven thousand five hundred (7,500) shares, all of one class, at a par value of One Dollar (\$1.00) per share.

ARTICLE IV
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation in the State of Florida is Tierra Verde R & M, 200 Madonna Boulevard, Tierra Verde, FL 33715.

The initial registered agent of this corporation is Gerhard H. Schwedes.

ARTICLE VI
DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time, by amendment to the By-Laws, but shall never be less than one (1).

ARTICLE VII
INITIAL DIRECTORS

The names and street addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Linda A. Schwedes	Tierra Verde R & M 200 Madonna Boulevard Tierra Verde, FL 33715
Gerhard H. Schwedes	Tierra Verde R & M 200 Madonna Boulevard Tierra Verde, FL 33715

ARTICLE VIII
INCORPORATORS

The names and street addresses of the incorporators of these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Linda A. Schwedes	Tierra Verde R & M 200 Madonna Boulevard Tierra Verde, FL 33715
Gerhard H. Schwedes	Tierra Verde R & M 200 Madonna Boulevard Tierra Verde, FL 33715

ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

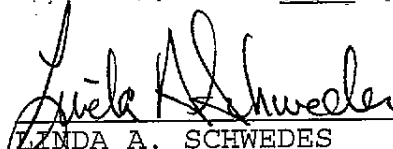
ARTICLE X
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

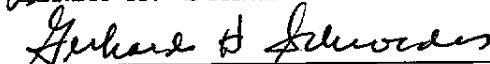
ARTICLE XI
DATE OF INCEPTION

The date the corporate existence shall begin is as of the date of filing and acceptance of these Articles by the Secretary of State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 23 day of December, 1997.



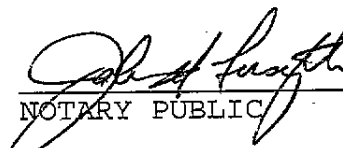
LINDA A. SCHWEDES (SEAL)



GERHARD H. SCHWEDES (SEAL)

STATE OF NEW YORK)
COUNTY OF ONONDAGA)

The foregoing Articles of Incorporation were acknowledged before me this 23rd day of December, 1997, by LINDA A. SCHWEDES who is personally known to me or who produced DRIVERS License - NYS as identification.




NOTARY PUBLIC JOHN H. FORSYTH
Notary Public in the State of New York
Qualified in Onondaga Co. No. 6361675
(Print Name) My Commission Expires Feb. 28, 1999

My Commission Expires: _____

STATE OF NEW YORK)
COUNTY OF Oswego)

The foregoing Articles of Incorporation were acknowledged before me this 23rd day of December, 1997, by GERHARD H. SCHWEDES, who is personally known to me or who produced Drivers License - NYS as identification.


NOTARY PUBLIC

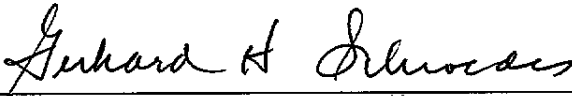
(Print Name)

JOHN H. FORSYTH
Notary Public in the State of New York
Qualified in Oswego Co. No. 6361675
My Commission Expires Feb. 28, 1999

My Commission Expires: _____

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-named corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping open said office.


GERHARD H. SCHWEDES
Registered Agent

ja\corp\goldmed.art

FILED
98 JAN -6 PM 12:29
TALLAHASSEE, FLORIDA
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