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TRANSMITTAL LETTER

P980000 ZZZ 0

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

. (

SUBJECT: PRIME RESOURCES OF AMERICA: CORPORATION

(Proposed corporate name - must include suffix)

800002451378--2 -03/09/98--01164--001 \*\*\*\*131.25 \*\*\*\*131.25

Enclosed is an original and one for :	(1) copy of the a	rticles of inc	corporation a	and a check I
	75   \$122	.50	\$131.25	
Filing Fee Filing & Certific		і Сору С	Filing Fee, ertified Copy & Certificate	
	Addition	nal Copy Re	equired	
FROM: DAU	id G Domb	ROWSKI		·
	Name (printed or ty	ped)		
124	2 LAKE SIDE	Woods	Dr.	
	Address			
VEN	City, State & Zip	34	292	
	City, State & Zip			
94	11-488-05	86		
	Daytime Telephone n	umber	•	

# CHESSER MAR 1 0 1998

NOTE: Please provide the original and one copy of the articles.

## ARTICLES OF INCORPORATION

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:

PRIME RESOURCES OF AMERICAN CORPORATION

98 MAR -9 AM 9: 06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

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

1262 LAKESIDE Woods DR VENICE, FL 34292

ARTICLE III SHARES

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

500 WITH A PAR VALUE OF \$ 1.00

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS
The name and address of the initial registered agent is:

DAVID G Dombeowski
1262 LAKESIDE Woods De
VENICE, FL 34292

## ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

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

DAVID DOMBROWSKI
1262 LAKESIDE Woods DR.
VENICE, FL 34292

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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:	PRIME RESOURCES	OF AMERICA		
	CORPORATION			
2. The name and address of the registered agent and office is:				
DAVID	G Dombrowsici	98 MAR		
1262 1	AKESIDE Woods DR	FILED R-9 AM TARY UT TASSEE		
(P.O.)	Box or Mail Drop Box NOT ACCEPTABLE)  FL 34292  (CITY/STATE/ZIP)	9:06 FLORIDA		

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.

Landersuch.	3-1-1998
(SIGNATURE)	(DATE)