

P98000022278

TRANSMITTAL LETTER

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR -9 AM 11:13

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

SUBJECT: FCX FUTURES CORPORATION  
(Proposed corporate name - must include suffix)

400002450734--1  
-03/09/98--01084--011  
\*\*\*122.50 \*\*\*122.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: CARLOS M. GARCIA  
Name (Printed or typed)

10968 MAINSAIL DRIVE  
Address

COOPER CITY, FL 33026  
City, State & Zip

954-435-5937  
Daytime Telephone number

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

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ARTICLES OF INCORPORATION  
OF  
FCX FUTURES CORPORATION

ARTICLE I

The name of this Corporation shall be:

**FCX FUTURES CORPORATION**

ARTICLE II

This Corporation may engage in the transaction of any or all-lawful business for which a Corporation may be incorporated under the Florida General Corporation Act of the State of Florida.

ARTICLE III

The maximum number of shares of common stock which the corporation is authorized to have outstanding at any time shall be 1000 shares of common stock, with a par value of \$ 0.10 per share.

ARTICLE IV

The shareholders of this corporation shall have preemptive rights to acquire unissued of treasury shares of the Corporation or securities of the Corporation Convertible into a right to acquire shares.

ARTICLE V

This Corporation is to have perpetual existence.

ARTICLE VI

The principal office of this Corporation shall be located at:

10968 MAINSAIL DRIVE  
COOPER CITY, FL 33026

With the Corporation retaining the power of moving its office to any other address in Florida, as may from time to time to be determined and authorized by its Board of Directors, which branch offices in such cities or countries as may from time to time be determined and authorized by its Board of Directors.

ARTICLE VII

The initial registered office of this Corporation shall be at:

10968 MAINSAIL DRIVE  
COOPER CITY, FL 33026

ARTICLE VIII

The initial registered agent at such address shall be:

CARLOS M. GARCIA  
10968 MAINSAIL DRIVE  
COOPER CITY, FL 33026

ARTICLE IX

This Corporation shall at all times have two (2) Directors who shall conduct the business of the Corporation as a Board of Directors. The stockholders of this Corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the Corporation.

ARTICLE X

The name and address of the members of the First Board of Directors who shall hold office until the first annual meeting of shareholders and or until their earlier resignation, removal from office, or death is:

CARLOS M. GARCIA - President and Secretary:  
10968 MAINSAIL DRIVE  
COOPER CITY, FL 33026

CLAUDIO D. REVERON - Vice-President and Treasurer  
10295 COLLINS AVENUE NO. 704-N  
BAL HARBOUR, FLORIDA 33154

ARTICLE XI

The name and addresses of the incorporators are:

CARLOS M. GARCIA  
10968 MAINSAIL DRIVE  
COOPER CITY, FL 33026

ARTICLE XII

The by-laws of this Corporation may be created, amended, changed, or replaced by either the stockholders or the Director of the Corporation at any duly scheduled special meeting called for that purpose.

I, the undersigned, do hereby subscribe, acknowledge and file these Article of Incorporation, hereby certify that the facts herein stated are true correct and accordingly hereto set my hand and seal

this 6 day of March 19 98.

  
CARLOS M. GARCIA

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR -9 AM 11:14

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 agent, and registered office, in the State of Florida.

1. The name of the Corporation is:

**FCX FUTURES CORPORATION**

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

CARLOS M. GARCIA  
10968 MAINSAIL DRIVE  
COOPER CITY, FL 33026

Signature

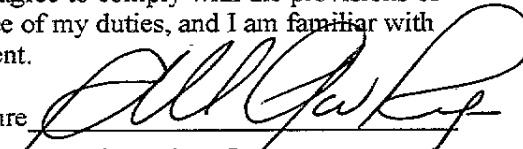
Date

  
3-6-98

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

Date

  
3-6-98