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The Law Offices of  
HOWARD J. MILCHMAN, P.A.

9600 West Sample Road  
Suite 205  
Coral Springs, FL 33065  
Telephone 954-753-8070  
Fax 954-753-9303

August 20, 1998

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-09/04/98-01104-016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Rare Coins Plus, Inc.

Gentlemen:

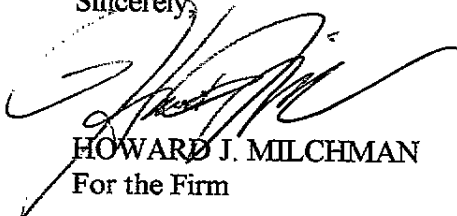
Please find enclosed herewith the following documents in order to facilitate the incorporation of the above referenced corporation:

1. Original Articles of Incorporation and one copy thereof, and
2. A check in the amount of \$70.00 made payable to the Florida Department of State for the filing fees.

Also enclosed is a return self-addressed, stamped envelope in order to return the stamped, filed copies of the Articles of Incorporation to the undersigned. If you require anything further or encounter any difficulties, please do not hesitate to contact the undersigned.

Thank you for your attention to the foregoing.

Sincerely,

  
HOWARD J. MILCHMAN  
For the Firm

HJM:smr  
Enclosures

APPROVED  
AND  
FILED  
98 SEP -4 PM 1:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**RARE COINS PLUS, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be:

RARE COINS PLUS, INC.

The address of the principal office of this corporation shall be 10714 Northwest 21st Street, Coral Springs, Florida 33071, and the mailing address of the corporation shall be the same.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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APPROVED  
AND  
FILED

**ARTICLE IV. REGISTERED AGENT**

The street address of the initial registered office of the corporation shall be 9600 West Sample Road, Suite 205, Coral Springs, Florida 33065, and the name of the initial registered agent of the corporation at that address is Howard J. Milchman, P.A.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI. DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. The corporation shall have one officer and director, initially. The name and address of the initial officer and director are:

Richard Carballo	10614 Northwest 21st Street
President/Director	Coral Springs, Florida 33071

**ARTICLE VII. INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation:

Howard J. Milchman, P.A.  
9600 West Sample Road, Suite 205  
Coral Springs, Florida 32301

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on  
this 20 day of August, 1998.

HOWARD J. MILCHMAN, P.A.

By: 

Howard J. Milchman, Esquire

**ACCEPTANCE OF REGISTERED AGENT**  
**DESIGNATED IN ARTICLES OF INCORPORATION**

HOWARD J. MILCHMAN, P.A., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

HOWARD J. MILCHMAN, P.A.

By: 

Howard J. Milchman, Esquire.

**ASSIGNMENT BY THE SOLE INCORPORATOR  
OF THE ARTICLES OF INCORPORATION OF  
RARE COINS PLUS, INC.**

Howard J. Milchman, P.A., as sole incorporator, for value received hereby assigns  
any and all rights it may have as such incorporation to the following:

Richard Carballo

Dated this 20 day of August, 1998

HOWARD J. MILCHMAN, P.A.

By: 

Howard J. Milchman, Esquire

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED