

P980000088860

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Noble Precious Metals,  
Inc.

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

**EFFECTIVE DATE**

10-16-98

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DIVISION OF CORPORATION

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

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DIVISION OF CORPORATION  
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Signature

Requested by:

LS

10/19/98

10:04

Name

Date

Time

Walk-In

Will Pick Up

R. Purinton

OCT 19 1998

**ARTICLES OF INCORPORATION**

**OF**

**NOBLE PRECIOUS METALS, INC.**

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The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act and the Florida Professional Service Corporation Act, do hereby adopt the following Articles of Incorporation:

**Article 1 - Name.** The name of the Corporation shall be: NOBLE PRECIOUS METALS, INC.

**Article 2 - Address.** The address of the principal office and mailing address of the Corporation is: 111 Second Avenue Northeast, Suite 900, St. Petersburg, Florida 33701.

**Article 3 - Authorized Shares.** The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue 1,000 common shares. Such shares shall have a par value of \$1.00 per share.

**Article 4 - Initial Registered Office and Agent.** The name and street address of the initial Registered Office of the Corporation is: DRISCOLL & PRATS, P. A., 501 First Avenue North, Suite 700, St. Petersburg, Florida 33701.

**Article 5 - Initial Board of Directors.** The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

Michael Sweeney	111 Second Avenue Northeast Suite 900 St. Petersburg, Florida 33701
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**Article 6 - Incorporators.** The name and address of each Incorporator is as follows:

Michael Sweeney	111 Second Avenue Northeast Suite 900 St. Petersburg, Florida 33701
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**Article 7 - Amendment.** The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

**Article 8 - Indemnification.** The Corporation shall indemnify each Officer, Director, Shareholder and Agent, including former Officers, Directors, Shareholders and Agents, to the full extent permitted by law.

**Article 9 - Bylaws.** The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

**Article 10 - Cumulative Voting.** All Shareholders or a voting group of Shareholders designated in the Bylaws are entitled to cumulate their votes for Directors, in accordance with Section 607.0729, Florida Statutes, as amended from time to time.

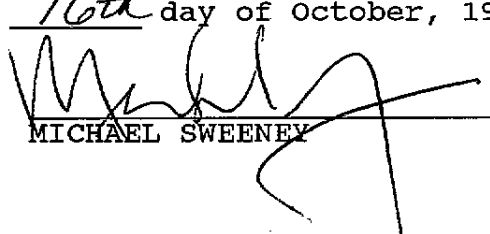
**Article 11 - Commencement of Corporate Existence.** In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation, except that if they are not filed by the Florida Department of State within five (5) business days after that date, then corporate existence shall commence upon filing by the Department of State.

**Article 12 - Purposes.** The purposes for which the Corporation is organized are the following:

12.1 To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act and other incorporation laws of the State of Florida.

12.2 To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 16th day of October, 1998.


  
MICHAEL SWEENEY

STATE OF FLORIDA  
COUNTY OF PINELLAS

I HEREBY CERTIFY that before me, the undersigned officer

authorized to take acknowledgments and administer oaths, personally appeared MICHAEL SWEENEY, at the time of notarization, who is personally known to me, did not take an oath and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

Dated this 16<sup>th</sup> day of October, 1998.

  
NOTARY PUBLIC

My Commission Expires: 8/22/99  
Bonded By Service Ins  
No. CC486875



**ACCEPTANCE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

☐ Personally Known ☐ Not Known

I, the undersigned, on behalf of the corporation, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, hereby accept the appointment on behalf of the corporation as registered agent and agree to act in this capacity. I further agree on behalf of the corporation to comply with the provisions of all statutes relating to the proper and complete performance of said duties, and am familiar with and accept the obligations of the position as registered agent.

DRISCOLL & PRATS, P. A.

By:

  
Timothy P. Driscoll

Date:

10/16/98

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