TRANSMITTAL LETTER

P98000091570

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

600002673416--4-10/27/98--01058--017
*****87.50 *****87.50

SUBJECT:

PACIFIC INTERNATIONAL CAPITAL CORPORATION

Enclosed is an ori	ginal and one (1) copy		poration and a checks		
	1	for:		9710	
\$70.00 Filing Foe	\$78.75 Filing Ree & Certificate	\$122.50 Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate		

From:

Name (printed or typed) 6822 22ND AVE N. SUITE 277	
Address ST. PETERSBURG, FL. 33710	
City, State & Zip	er e e e e e e e
(727) 363-0915	

98 OCT 27 AH 8: 44
DIVISION OF CUMPORATIONS
TAIL AHASSEE, FLORIDA

2/0/28

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a coporaqtion under the Florida Business Corporation Act, hereby adopt (s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

PACIFIC INTERNATIONAL CAPITAL CORPORATION

ARTICLE II PRINCIPAL OFFICE

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

Place of Business

6822 22ND AVENUE NORTH SUITE 277 ST PETERSBURG FLORIDA 33710

Mailing Address

<u>6822 22ND AVENUE N SUITE 277</u>

ST. PETERSBURG FL 33710

98 OCT 27 AM 8: 44 DIVISION OF CORPORATION TALLAHASSEE, FLORIDA

ARTICLE III SHARES

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

1000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

JOANNE SIRISKA. 422 SANDY HOOK ROAD ST. PETERSBURG FL. 33710 Date: 10/13/98 Time: 7:20:34 PM

From: Joznne Coughlin To: Peter lelizmo

Date: 10/13/98 Time: 4:01:22 AM

Page 1 of 3

ARTICLE V INCORPORATOR (S)

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

Peter G Iellamo 393 Blackburn Road East Burwood, Victoria Australia 3151

The unde	rsigned incorporator(s)	has(have) exe			
_	13th	day of _	October	19 98	
		(I de	36		
	Signature Signature				
		Signa	ture	:	
		Signa	iture	· · · · · · · · · · · · · · · · · · ·	

Signature

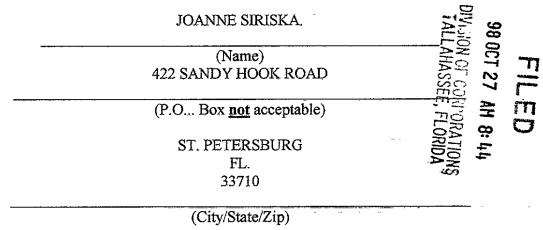
CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN designated THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

The name of the corporation is: PACIFIC INTERNATIONAL CAPITAL CORPORATION

2. The name and address of the registered age	nt and office is:
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Having been names 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 hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

(Signature) (Date)