

*Accurate Filing*

Requestor's Name

Address

671-1741

City/State/Zip

Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. *Central Mining and Development*  
(Corporation Name) (Document #)

2. *Africa, LLC*  
(Corporation Name) (Document #)

*P99000007079*  
(Corporation Name) (Document #)

☒ Walk in

☐ Mail out

☒ Pick up time

☐ Will wait

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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-01/25/99--01127--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

FILED  
99 JAN 25 PM 3:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
99 JAN 25 PM 2:15  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Examiner's Initials

ARTICLES OF INCORPORATION

OF

CENTRAL MINING AND DEVELOPMENT AFRICA, INC.

FILED  
99 JAN 25 PM 3:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being an individual do hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

First : The corporate name for the corporation (hereinafter called the "Corporation") is Central Mining And Development Africa, Inc.

Second: The address, wherever located, of the principal office of the corporation, if known, is 14700 South Biscayne River Drive, North Miami, Florida 33168.

Third : The mailing address, wherever located, of the corporation is 14700 South Biscayne River Drive, North Miami, Florida 33168.

Fourth: The number of shares of stock that this corporation is authorized to issue shall be Five Thousand, all of which are without par value and are of the same class and are to be common shares.

Fifth : The street address of the initial registered office of the corporation in the state of Florida is 14700 South Biscayne River Drive, North Miami, Florida 33168.

The name of the registered initial agent of this corporation at the said registered office is Phipps St. Hilaire.

The written acceptance of the said initial registered agent, as required by law, in section 607.0501 (3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles Of Incorporation.

These Articles of Incorporation may be amended or repeated by an affirmative vote of a majority of the shareholders of the corporation at any meeting called expressly for that purpose, and all rights conferred on shareholders hereunder are granted, subject to this reservation.

SIXTH: The names and address of the incorporator are :

<u>NAMES</u>	<u>ADDRESS</u>
Phipps St. Hilaire, Gottlieb Swiegers Hendrik J. Slippers Helmut D. Toruno Ali Abdul-Sabur.	14700 South Biscayne River Drive, North Miami, Florida 33168.

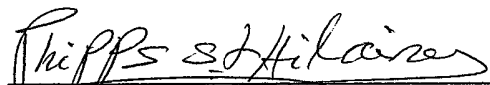
SEVENTH: The purposes for which the corporation is organized, are to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

EIGHT: The duration of the corporation shall be perpetual.

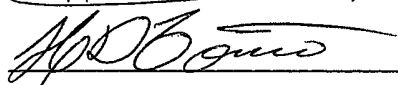
NINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have the power to indemnify under said provisions from and against any and all expenses, liabilities, and other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified maybe entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such person.

TENTH: Whenever the corporation shall be engaged in the business of exploiting natural resources or wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on January 7, 1999



Phipps St. Hilaire, Incorporator



Helmut D. Toruno, Incorporator



Ali Abdul-Sabur, Incorporator. (2)



Gottlieb Swiegers, Incorporator



Hendrik J. Slippers, Incorporator

CERTIFICATE OF DESIGNATION.

Having been named as registered agent and to accept service of process for the above named corporation at the place designated in these Articles Of Incorporation, 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 to the proper and complete performance of our duties, and I am familiar with and accept the obligations of my position as registered agent.

By

*Phipps St. Hilaire*  
~~Phipps St. Hilaire,~~  
REGISTERED AGENT.

Dated : January 7, 1999.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA