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Joseph M. Scheyd, Jr. P.A.

ATTORNEY AT LAW
305 MAIN STREET
DESTIN, FLORIDA 32541
TEL: (850) 837-1171
FAX: (850) 837-3317

February 23, 1999

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation for Scrap Gold, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation, including Certificate of Designation of Registered Agent/Registered Office for the above-referenced corporation. Also enclosed is a check in the amount of \$70.00 to cover the filing fee.

Thank you for your assistance in this matter. If you have any questions or need additional information, please give me a call.

Sincerely,

Tiffany Donaldson

Tiffany Donaldson
Legal Assistant for
JOSEPH M. SCHEYD, JR.

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/tjd
Enclosures

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

SCRAP GOLD, INC.

ARTICLE I - NAME

The name of this corporation is Scrap Gold, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the date of filing.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

1023 John Sims Parkway
Niceville, Florida 32578

The mailing address of this corporation shall be:

1023 John Sims Parkway
Niceville, Florida 32578

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is William J. Houck,
4557 Knollwood Lane, Niceville, Florida 32578

ARTICLE VI - INCORPORATORS

The name and address of the person signing these articles is:

William J. Houck
4557 Knollwood Lane
Niceville, Florida 32578

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TALLAHASSEE, FLORIDA

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall consist of two (2) directors. The names and addresses are as follows:

Director

William J. Houck
4557 Knollwood Lane
Niceville, Florida 32578

Director

Susan M. Houck
4557 Knollwood Lane
Niceville, Florida 32578

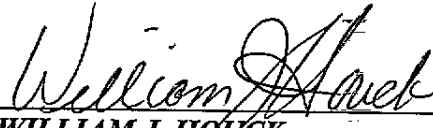
ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - ACTION WITHOUT A MEETING


The directors of this corporation may take action by written consent, as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles Of Incorporation this 23 day of February, 1999.


WILLIAM J. HOUCK

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 23 day of February, 1999, by William J. Houck, who is personally known to me or who has produced _____ as identification and who did take an oath and acknowledged and declared that he executed the same for the uses and purposes therein set forth.


NOTARY PUBLIC
My Commission Expires: _____



Joseph M. Scheyd, Jr.
MY COMMISSION # CG657563 EXPIRES
June 22, 2001
BONDED THRU TROY FAIR INSURANCE, INC.


CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submit the following statement designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is: Scrap Gold, Inc.
2. The name of the registered agent is William J. Houck. The address of the registered office is 4557 Knollwood Lane, Niceville, Florida 32578.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position.

DATED this 23 day of February, 1999.


WILLIAM J. HOUCK
Registered Agent

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TALLAHASSEE, FLORIDA