

P99000082276

**Walter Evans**  
10241 Rainbow Oaks Drive  
Hudson, FL 34667

**VIA EXPRESS MAIL**

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

200002966402--4  
-08/23/99--01037--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Golden Eagle Trading Company, Inc.

Dear Sirs:

Please find enclosed the original Articles of Incorporation and registered agent designation for the above referenced corporation along with a check made payable to the order of Florida Department of State in the amount of \$78.75. Please file the Articles of Incorporation with the Secretary of State of Florida and forward a certified copy of the filed Articles to the address above.

If you have any questions regarding the enclosed, please contact me at (727) 863-7073.  
Thank you.

Sincerely,

*Walter Evans*

Walter Evans

Enclosure

FILED  
99 SEP 17 AM 11:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W99-19918



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 27, 1999

WALTER EVANS  
10241 RAINBOW OAKS DRIVE  
HUDSON, FL 34667

SUBJECT: GOLDEN EAGLE TRADING COMPANY, INC.  
Ref. Number: W99000019918

We have received your document for GOLDEN EAGLE TRADING COMPANY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6924.

Kimberly Rolfe  
Corporate Specialist Supervisor

Letter Number: 899A00042966

**ARTICLES OF INCORPORATION  
OF  
GOLDEN EAGLE TRADING COMPANY, INC.**

Article I - Name

The name of this corporation is Golden Eagle Trading Company, Inc.

Article II - Principal Address

1024 Rainbow Oaks Drive

Hudson, FL 34667

Article III - Commencement

This corporation shall commence upon filing by the Secretary of State.

Article IV - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article V - Capital Stock

This corporation is authorized to issue 10,000 shares of common stock, par value \$0.01 per share.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1024 Rainbow Oaks Drive, Hudson, FL 34667 and the name and address of the initial registered agent is Walter Evans 1024 Rainbow Oaks Drive, Hudson, FL 34667.

Article VII - Initial Board of Directors

This corporation shall have 4 directors initially. The name and mailing address of each person who is to serve as a director until the first annual meeting of the stockholders or until a

**FILED**  
99 SEP 17 AM 11:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

successor is elected and qualified, is as follows:

<u>Name</u>	<u>Mailing Address</u>
Harry Hartzell	10241 Rainbow Oaks Drive Hudson FL, 34667
Patricia Evans	10241 Rainbow Oaks Drive Hudson FL, 34667
Walter Evans	10241 Rainbow Oaks Drive Hudson FL, 34667
Sally Lavoie	4244 Orchid Drive Hernando Beach, FL 34608

#### Article VIII - Incorporator

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

Peter A. Savarese  
1657 Brandywine Road, Suite 7115  
West Palm Beach, Florida 33409.

#### Article IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in both the board of directors and the shareholders.

#### Article X - Indemnification

Subject to the qualifications contained in Section 607.0850, Florida Statutes, the Company shall indemnify its officers and directors and former officers and directors (the "Indemnitee(s)") against expenses (including attorneys fees), judgments, fines and amounts paid in settlement arising out of his or her services as an officer or director of the Company. Notwithstanding the indemnification provided for by this Article X, the Company's bylaws, or any written agreement, such indemnity shall not include any expenses, liabilities or losses incurred by such Indemnitee(s) relating to or arising from any proceeding in which the Company asserts a direct claim (as opposed to a shareholders' derivative action) against the Indemnitee(s), whether such claim by the Company

is termed a complaint, counterclaim, crossclaim, third-party complaint or otherwise.

Article XI - Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Article XII - Affiliated Transactions

This corporation elects not to be subject to the provisions of Section 607.0901, Florida Statutes, regarding affiliated transactions.

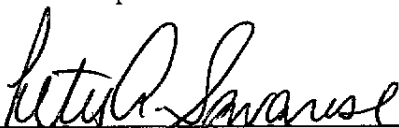
Article XIII - Preemptive Rights

Every shareholder, upon the sale for cash or other property of any previously unissued stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article XIV - Management of Corporation by Shareholders

Anything to the contrary contained in these articles of incorporation notwithstanding, if the Shareholders of this corporation shall so elect, they may exercise all powers and conduct the business and affairs of this corporation in lieu of the board of directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 6<sup>th</sup> day of August, 1999.

  
Peter A. Savarese, Incorporator

STATE OF FLORIDA )  
COUNTY OF PALM BEACH )

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Peter A. Savarese, known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal  
this 6<sup>th</sup> day of August, 1999.

ADRIENNE I. SHAFFER  
Notary Public, State of Florida  
My comm. exp. Mar. 2, 2003  
Comm. No. CC813980

Notary Public

Adrienne Shaffer  
My commission expires: 3/2/2003

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST—THAT Golden Eagle Trading Company, Inc. DESIRING TO ORGANIZE OR  
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL  
PLACE OF BUSINESS AT THE CITY OF, Hudson, STATE OF FLORIDA, HAS NAMED  
Walter Evans, LOCATED AT 1024 Rainbow Oaks Drive, CITY OF Hudson, STATE OF  
FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE:

Peter A. Savarese  
Peter A. Savarese

TITLE: Incorporator

DATE: August 6, 1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY  
AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE  
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES.

SIGNATURE:

Walter Evans

Walter Evans, Registered Agent

DATE:

8/12/99

FILED  
99 SEP 17 AM 11:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA