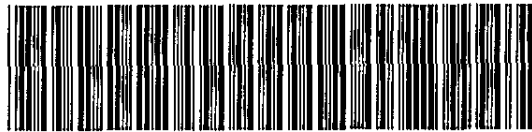


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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

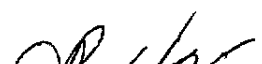
STATE
DIVISION OF CORPORATIONS
TALLahassee, FLORIDA

04 JUN 24 PM 4:46

RECEIVED

04 JUN 24 AM 10:47

SECRETARY OF STATE
DIVISION OF CORPORATIONS





UCC FILING & SEARCH SERVICES, INC.
526 East Park Avenue
Tallahassee, Florida 32301
(850) 681-6528

HOLD
FOR PICKUP BY
UCC SERVICES
OFFICE USE ONLY

June 24, 2004

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Gaia & Alpha, Inc.

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Retrieval Request

- Photocopy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

**ARTICLES OF INCORPORATION
OF**

Gaia & Alpha, Inc.

SECRET
DIVISION
04 JUN 24 AM 10:47

The undersigned hereby forms a corporation for profit under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be Gaia & Alpha, Inc. The address of the principal office of this corporation shall be c/o Leslie Alan Rozenywaig, P.A., 301 W. Hallandale Beach Blvd., Hallandale Beach, Florida 33009, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock the corporation is authorized to have outstanding at any one time is 100, all of which shall be classified as common stock and have a par value of \$1.00 each.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 301 W. Hallandale Beach Blvd., Hallandale Beach, Florida 33009, and the name of the initial registered agent of the corporation at that address is Leslie Alan Rozenywaig.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICER AND DIRECTOR

The name and address of the initial Officer and Director are:

Nelsy Marina Contreras
c/o 301 W. Hallandale Beach Blvd.
Hallandale Beach, Florida 33009

President/Director

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

UCC Filing & Search Services, Inc.
526 East Park Avenue
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of UCC Filing & Search Services, Inc., has executed these articles of incorporation on June 24, 2004.

UCC Filing & Search Services, Inc.

By: Alison Hand
Alison Hand, Assistant Secretary

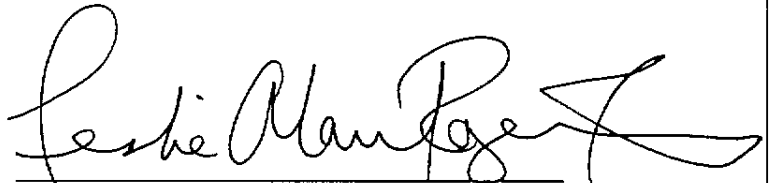
ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

LESLIE ALAN ROZENCWAIG, ESQ., an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

Gaia & Alpha, Inc.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:


LESLIE ALAN ROZENCWAIG, ESQ.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 JUN 24 AM 10:47