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Florida Department of State

Division of Corporations

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FOREIGN PROFIT QUALIFICATION

GDM Capital Holdings, Inc

Certificate of Status	0
Certified Copy	1
Page Count	03
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 3, 2001

BUSINESS FILINGS

SUBJECT: GDM CAPITAL HOLDINGS, INC.
REF: W01000009977

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TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The FAX audit number must be on the top and bottom of each page of the document.

The certificate of existence must be issued within the last 90 days by the Secretary of State which has custody of the records in the jurisdiction under the laws of which the above listed entity is incorporated/organized.

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

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRASACT BUSINESS IN
THE STATE OF FLORIDA:

1. Name of Corporation: **GDM Capital Holdings, Inc.**
 2. State or Country under the law of which it is incorporated: **Colorado**
 3. FEI number, if applicable:
 4. Date of Incorporation: **04/17/00**
 5. Duration: **Perpetual**
 6. Date first transacted business in Florida: **Date of filing.**
 7. Current mailing address: **1825 Bally Bunyon Drive, Duluth, Georgia 30097**
 8. Purpose of corporation authorized in home state or country to be carried out in the state of Florida: **Investment**
 9. Name and street address of Florida registered agent:

Name: Business Filings Incorporated
Office address: 1000 West Avenue, Suite 1114, Miami Beach, FL 33139
Located in the County of Miami-Dade.

10. Registered agent's acceptance:

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 as registered agent.

(Registered agent's signature)

Richard Oster – Vice-President, Business Filings Incorporated

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SECURITY DIVISION
TALLAHASSEE, FLORIDA

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11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Nicholas Griffith

Address: 1825 Bally Bunion Drive, Duluth, Georgia 30097

B. OFFICERS

President: Nicholas Griffith

Address: 1825 Bally Bunion Drive, Duluth, Georgia 30097

Vice President: Nicholas Griffith

Address: 1825 Bally Bunion Drive, Duluth, Georgia 30097

Secretary: Nicholas Griffith

Address: 1825 Bally Bunion Drive, Duluth, Georgia 30097

Treasurer: Nicholas Griffith

Address: 1825 Bally Bunion Drive, Duluth, Georgia 30097

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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12.


Nicholas Griffith - President

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STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, DONETTA DAVIDSON, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

GDM CAPITAL HOLDINGS, INC.
(COLORADO CORPORATION)

FILE # 20001077749 WAS FILED IN THIS OFFICE ON April 17, 2000
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: May 18, 2001

Donetta Davidson

SECRETARY OF STATE

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