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TALLAHASSEE, FLORIDA

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FOREIGN PROFIT/NONPROFIT CORPORATION

GLOBAL ALLIANCES INTERNATIONAL BAHAMAS LTD, INC

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**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 TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. GLOBAL ALLIANCES INTERNATIONAL BAHAMAS LTD, INC

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. COMMONWEALTH OF BAHAMAS 3. N/A

(State or country under the law of which it is incorporated)

(FEI number, if applicable)

4. FEB. 05, 2009

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 147 ALHAMBRA CIRCLE STE: 100 - CORAL GABLES, FL 33134

(Principal office address)

147 ALHAMBRA CIRCLE STE: 100 - CORAL GABLES, FL 33134

(Current mailing address)

8. BUSINESS DEVELOPMENT

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: **BENITO CORREA**

Office Address: **147 ALHAMBRA CIRCLE STE: 100**

CORAL GABLES, Florida **33134**

(City)

(Zip code)

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)

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.

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

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A. DIRECTORS

Chairman: _____ 2009 MAR 18 P 12: 22

Address: _____ SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vice Chairman: _____

Address: _____

Director: RAFAEL ULLOA

Address: 147 ALHAMBRA CIRCLE STE: 100
CORAL GABLES, FL 33134

Director: BENITO CORREA

Address: 147 ALHAMBRA CIRCLE STE: 100
CORAL GABLES, FL 33134

B. OFFICERS

President: RAFAEL ULLOA

Address: 147 ALHAMBRA CIRCLE STE: 100
CORAL GABLES, FL 33134

Vice President: RAFAEL ULLOA

Address: 147 ALHAMBRA CIRCLE STE: 100
CORAL GABLES, FL 33134

Secretary: BENITO CORREA

Address: 147 ALHAMBRA CIRCLE STE: 100 - CORAL GABLES, FL 33134

Treasurer: BENITO CORREA

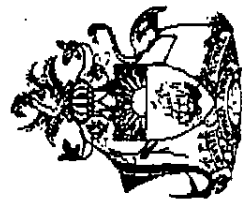
Address: 147 ALHAMBRA CIRCLE STE: 100 - CORAL GABLES, FL 33134

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

13. _____
(Signature of Director or Officer listed in number 12 of the application)

14. BENITO CORREA
(Typed or printed name and capacity of person signing application)

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Commonwealth of The Bahamas

THE COMPANIES ACT 1992

Certificate of Incorporation

No. 57688 C

I, EURIKA S. CHARLTON, Acting Assistant Registrar General of The Commonwealth of The Bahamas, do hereby certify that a Memorandum of Association of

GLOBAL ALLIANCES INTERNATIONAL BAHAMAS LTD.

has this day been registered in my office under the provisions of the Companies Act 1992. Whereby the said Parties have become and are an incorporated Company under the name and style of

GLOBAL ALLIANCES INTERNATIONAL BAHAMAS LTD.

And I further certify that the Liability of the said Company is Limited.

Given under my hand and seal of office at the City of Nassau the 6th day of February, 2009.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



[Signature]

Acting Assistant Registrar General

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COMMONWEALTH OF THE BAHAMAS

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NEW PROVIDENCE

2009 MAR 18 P 12: 22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MEMORANDUM OF ASSOCIATION

&

ARTICLES OF ASSOCIATION

OF

**GLOBAL ALLIANCES INTERNATIONAL
BAHAMAS LTD.**

DATED THE 5TH DAY OF FEBRUARY, A.D., 2009

SONIA A. TIMOTHY SERRETTE
P.O. BOX CB-12947
NASSAU, N.P. THE BAHAMAS