

L98000000748



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 847739 11971A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -8 AM 9:47

ORDER DATE : June 8, 1998

ORDER TIME : 3:29 PM

ORDER NO. : 847739-005

CUSTOMER NO: 11971A

CUSTOMER: Ms.kimberly Vasiento
LAW OFFICES OF STEWART R.
MORRIS, P.A.
Suite 175
2500 North Military Trail
Boca Raton, FL 33431

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DOMESTIC FILING

NAME: GLOBAL CONSULTING & ADVISORY
L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS: _____

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DIVISION OF CORPORATION

NYC
6/8/98

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

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ARTICLE I - NAME:

The name of the Limited Liability Company Is: GLOBAL CONSULTING & ADVISORY, L.C.

ARTICLE II - PURPOSE:

The purpose of the Limited Liability Company is to engage in any endeavor legal under the laws of the State of Florida and agreed to by the members.

ARTICLE III - ADDRESS:

The mailing address and street address of the principal office of the Limited Liability company is: 2255 Glades Road, Suite 324A, Boca Raton, Florida 33431. The Limited Liability Company may engage in business at the above address or at any other place agreed to by the members.

ARTICLE IV - DURATION:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE V - MANAGEMENT:

The Limited Liability Company is to be managed by a manager and the name and address of such manager who is to serve as manager is: Kodjo Gassou and Mona Desewu, 2255 Glades Road, Suite 324A, Boca Raton, Florida 33431.

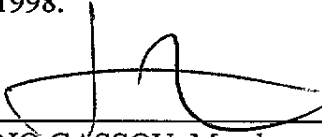
ARTICLE V - REGISTERED AGENT:

The Registered Agent of the Limited Liability Company is the LAW OFFICES OF STUART R. MORRIS, P.A. and the address of the Registered Agent is 2500 N. Military Trail, Suite 175, Boca Raton, Florida 33431.

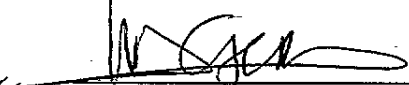
ARTICLE VI - MEMBERSHIP

All rights, duties and obligations of membership in the Limited Liability Company, including but not limited to, admission of new members, continuation of business on death or departure of a member, shall be determined by the members in the Organizational Agreement.

The parties hereto have executed these Articles of Organization this 5 day of June, 1998.


KODJO GASSOU, Member

June 5, 1998
Date


MONA DESEWU, Member

June 5, 1998
Date

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE.
REGISTERED AGENT, IN THE STATE OF FLORIDA.**

1. The name of the Limited Liability Company is: GLOBAL CONSULTING & ADVISORY, L.C.
2. The name and address of the registered agent and office is:

Stuart R. Morris, Pres.
LAW OFFICES OF STUART R. MORRIS, P.A.
2500 N. Military Trail, Suite 175
Boca Raton, Florida 33431

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

Stuart R. Morris, Pres.

Date

10/5/98

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member, KODJO GASSOU, of GLOBAL CONSULTING & ADVISORY, L.C., deposes and says:

1. The above named Limited Liability Company has at least two members.
2. The total amount of cash contributed by the member(s) is \$50,000.
3. If any, the agreed value of property other than cash contributed by member(s) is \$0.00.
The property contributed consists of beauty supplies and equipment.
4. The total amount of cash or property anticipated to be contributed by member(s) is \$50,000. This total includes amounts from 2 and 3 above.



KODJO GASSOU, Member

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