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ACCOUNT NO.: 072100000032

REFERENCE: 527987 7162078

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE: December 23, 1999

ORDER TIME: 1:06 PM

ORDER NO. : 527987-005

CUSTOMER NO: 7162078

CUSTOMER: Ms. Mercy Pelaez

THE DECARLO GROUP CERTIFIED THE DECARLO GROUP CERTIFIED

1001 Brickell Bay Drive

27th Floor

Miami, FL 33131

DOMESTIC FILING

NAME:

GLOBAL MANAGEMENT & INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

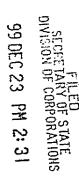
XX CERTIFIED COPY _ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

WSS-29501 WSS-29501



600003079616--7





FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

99 DEC 23 PM 2: 31

FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

December 28, 1999

CSC NETWORKS

SUBJECT: GLOBAL MANAGEMENT & INVESTMENTS, INC.

Ref. Number: W99000029501

We have received your document for GLOBAL MANAGEMENT & INVESTMENTS, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

Please refer to Florida Statute 621 to determine if this corporation complies with filing under that chapter. If so, the suffix would have to change accordingly. If filing under Florida Statute 607 please correct Article III to delete reference to Chapter 621.

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) 487-6915.

Pamela Hall Document Specialist

Letter Number: 799A00060417

RESUBMIT

Please give original submission date as file date.





FILED SCORETARY OF STATE DIVISION OF CORPORATIONS

99 DEC 23 PM 2: 31

FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

December 27, 1999

CSC NETWORKS

SUBJECT: GLOBAL MANAGEMENT & INVESTMENTS, INC.

Ref. Number: W99000029428

We have received your document for GLOBAL MANAGEMENT & INVESTMENTS, 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 purpose stated in Article III does not appear to fall under 621 of which any professional association would have to be licensed by the DPR.

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) 487-6915.

Pamela Hall Document Specialist

Letter Number: 399A00060281



99 DEC 28 MI ID: 41

EFFECTIVE DATE

ARTICLES OF INCORPORATION

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

OF

99 DEC 23 PM 2:31

GLOBAL MANAGEMENT & INVESTMENTS, INC.

The undersigned, acting as the Incorporators, sign the following Articles of Incorporation for the purpose of forming a corporation, under the laws of the State of Florida.

ARTICLE I

The corporate name for the corporation (hereinafter called the "Corporation") is Global Management & Investments, Inc.

ARTICLE II

The existence of the Corporation shall be effective as of the 20th day of December, 1999 and shall be perpetual.

ARTICLE III

The Corporation shall have all of the powers vested in a Florida corporation, in accordance with Chapter 607 of the Florida Statutes, and is authorized to engage in the practice of Financial Public Relations and any and all lawful business and activities permitted under this Chapter. The purpose of the incorporation is to manage real estate.

ARTICLE IV

The maximum number of shares which the Corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of Common Stock, with a par value of One Dollar (\$1.00) per share.

ARTICLE V

The initial registered agent and street address of the initial registered office of the Corporation are:

Yvonne C. Collins 3301 Coral Way, 3rd Floor Miami, Florida 33145

ARTIGLE VI

The Corporation shall have three (3) members of the Board of Directors initially. The names and addresses of the initial Directors of the Corporation are:

Yvonne C. Collins 3301 Coral Way, 3rd Floor Miami, Florida 33145

Simon V. Porteous 3301 Coral Way, 3rd Floor Miami, Florida 33145

Sherri Bass 3301 Coral Way, 3rd Floor Miami, Florida 33145

The number of Directors may be increased or decreased from time to time, pursuant to the duly enacted Bylaws of the Corporation, but shall never be less than one (1).

ARTICLE VII

The names and addresses of the Incorporators are:

Yvonne C. Collins 3301 Coral Way, 3rd Floor Miami, Florida 33145

Simon V. Porteous 3301 Coral Way, 3rd Floor Miami, Florida 33145

Sherri Bass 3301 Coral Way, 3rd Floor Miami, Florida 33145

ARTICLE VIII

The principal business and mailing address of the Corporation shall be:

3301 Coral Way, 3rd Floor Miami, Florida 33145 EXECUTED at Miami, Florida, as of this 20th day of December, 1999.

Incorporator

Simon V. Porteous Incorporator

Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been appointed as the Registered Agent of Global Management & Investments, Inc., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 20th day of December, 1999.

Registered Agent