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January 20, 2000

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Florida Department of State

Division of Corporations

P. O. Box 6327

Tallahassee, FL 32314

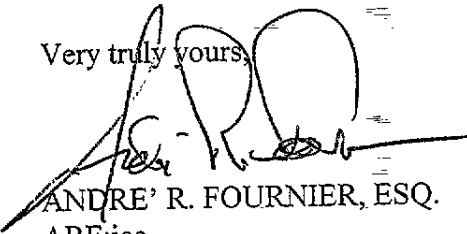
Re: Gestenco International Inc.

Gentlemen:

Enclosed you will find an original and one copy of Articles of Incorporation for the above corporation together with my check in the amount of \$87.50 to cover filing fee of \$35.00 and certified copy fee of \$52.50. Please return the certified copy of the Articles of Incorporation to this office.

Thank you for your attention to this matter.

Very truly yours,


ANDRE' R. FOURNIER, ESQ.

ARF:jec

Enclosures as noted

FILED
00 JAN 24 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GESTENCO INTERNATIONAL INC.

FILED
00 JAN 24 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, herein associate ourselves together and make, subscribe, acknowledge and file with the Secretary of the State of Florida, Tallahassee, Florida, these Articles of Incorporation for the purposes of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

GESTENCO INTERNATIONAL INC.

ARTICLE II

The corporation shall engage in the wholesale and retail sales of products of any kind and any other enterprise or business permitted by law.

ARTICLE III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be 100 with a par value of \$1.00 per share.

All shares of stock shall be fully paid and non-assessable. No transfer of stock shall be binding upon this corporation unless made upon the books of this corporation, and all certificates of stock shall be signed by the officers as may be designated by the Board of Directors, and, until changed by the Board of Directors, they shall be signed by the President and the Secretary of the corporation.

Shareholders of common stock shall have the right at each shareholder's meeting to one vote for each share standing in his/her name on the books of the corporation, which right may be exercised in person or by proxy.

ARTICLE IV

This corporation shall begin business with a capital of not less than \$500.00. The undersigned incorporator does hereby state that there has already been paid into the corporation on behalf of the subscriber set forth herein the sum of \$500.00.

ARTICLE V

This corporation shall exist perpetually.

ARTICLE VI

The principal place of this business shall be:

1200 Anastasia Avenue, Suite 310
Coral Gables, FL 33134

ARTICLE VII

The names and addresses of the first Board of Directors, who shall hold office until the organizational meeting of this Corporation and until their successor(s) is/are elected and have qualified is/are:

| | |
|-------------|--|
| GORAN STEEN | 1200 Anastasia Avenue, Suite 310 Coral Gables, FL 33134 |
|-------------|--|

ARTICLE VIII

The following named individual will serve as Registered Agent, her address for service is:

| | |
|---------------|--|
| GORAN HELLMAN | 1200 Anastasia Avenue, Suite 310 Coral Gables, FL 33134 |
|---------------|--|

ARTICLE IX

The name and address of the officers of this corporation who, subject to the Charter and By-Laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of existence of this corporation or until their successors have been duly elected and qualified are:

| | |
|---------------------|----------------------------------|
| GORAN STEEN | 1200 Anastasia Avenue, Suite 310 |
| President/Director | Coral Gables, FL 33134 |
| Secretary/Treasurer | |

ARTICLE X

The name and address of each subscriber of these Articles of Incorporation and the number

of shares he/she agrees to take are:

GORAN STEEN

1200 Anastasia Avenue, Suite 310
Coral Gables, FL 33134
Shares: 50

ARTICLE XI

The corporation has the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereinafter described by statute, and all the rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE XII

The registered corporate office of this Corporation is:

1200 Anastasia Avenue, Suite 310
Coral Gables, FL 33134

IN WITNESS WHEREOF, the undersigned, has executed these Articles of Incorporation for the uses and the purposes herein stated on this 20 day of January, 2000.


Goran Steen,

Incorporator

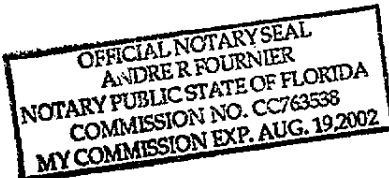
STATE OF FLORIDA)

) SS

COUNTY OF DADE)

THE FOREGOING instrument was acknowledged before me this 20 day of January, 2000, by **GORAN STEEN**, who is personally known to me or who has produced Swedish Passport, as identification and who did take an oath.


Notary Public, State of Florida at Large



FILED
00 JAN 24 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT
FOR SERVICE OF PROCESS**

Having been named as Registered Agent, I do hereby accept and agree to act in the capacity as Registered Agent for the above named corporation, and agree to comply with the provisions of Chapter 48 Florida Statutes relative to keeping open said office as required.

Dated this 20th day of January, 2000.



Goran Hellman