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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

G C MERCHANDISE, INC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
G C Merchandise, Inc**

ARTICLE I-NAME

The name of this Corporation is G C Merchandise, Inc

ARTICLE II-DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III-PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue and have outstanding at any one time an aggregate number of shares of 500.00 shares of common stock having a par value of 1.00 per share.

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this Corporation is GEORGE H CASTANEDA 7698 West 34 Lane #101, Hialeah Gardens Fl . The principal place of business of the corporation shall be 7698 West 34 Lane # 101, Hialeah Gardens, Florida 33016.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

This Corporation shall have Geroge H Castaneda Director(s) initially. The number of Directors may be increased or decreased from time to time by the Bylaws, but shall never be less than One. The names and address of the initial Director are:

NAME	ADDRESS
Geroge H Castaneda	7698 West 34 Lane # 101 Hialeah Gardens, Fl 33016

Prepared by: Herminia Rosario
Rosario & Associates,
4410 W 16th Ave. #2
Hialeah, Florida 33012
Phone (305) 828-8622
Fax (305) 828-4657

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ARTICLE VII-LAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

ARTICLE VIII-INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX-PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

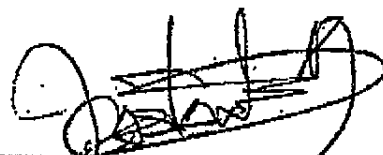
ARTICLE X-INCORPORATOR

The person signing these articles is George H Castaneda
7698 West 34 Lane #101, Hialeah Gardens Fl, 33016.

ARTICLE XI-AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this April 17, 2000.


George H Castaneda

ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

G C Merchandise, Inc, a Corporation organized under the laws of the State of Florida has named George H Castaneda of 7698 West 34 Lane # 101 Hialeah Gardens 33016, STATE of Florida, as its agent to accept service of process within this state.



George H Castaneda

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR G C Merchandise, Inc., A FLORIDA CORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS/HER DUTIES.

Dated this April 17, 2000.



George H Castaneda

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