

P00000063457

CT CORPORATION SYSTEM

1200 S. Pine Island Road  
Plantation, FL 33324  
Tel. 954 473 5503  
Fax 954 476 0158

June 23, 2000

Via Federal Express

Secretary of State  
Division of Corporations  
409 East Gaines St.  
Tallahassee, Florida 32399

Re: GGCS Communications, Inc.

000003305380--2  
-06/27/00--01003--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir/Madam:

We enclose for filing Articles of Incorporation and a check in the amount of \$78.75. Please file upon receipt and return a certified copy in the enclosed Federal Express Envelope.

Should you have any questions, please contact Eda Martens at (305)381-8340.

Very truly yours,

*Patricia del Carpio*

Patricia del Carpio  
Customer Specialist

/pdc  
Enclosures

cc: Eda Martens via fax # (305)381-8334

FILED  
00 JUN 27 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

6-29-00  
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**ARTICLES OF INCORPORATION**  
**OF**  
**GGCS COMMUNICATIONS, INC.**

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I**

NAME

The name of this corporation is **GGCS Communications, Inc.** and its mailing address is 701 Brickell Avenue, Suite 850, Miami, Florida 33131.

**ARTICLE II**

NATURE OF BUSINESS

This Corporation is being formed for the following purposes:

- (a) To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
- (b) To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
- (c) To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects herein before enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

**ARTICLE III**

TERM OF EXISTENCE

This Corporation shall have a perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

## ARTICLE IV

### CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of \$0.01 par value common stock, which shall be designated "Common Shares."

## ARTICLES V

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1200 So. Pine Island Rd., Plantation, Florida 33131 and the name of its initial registered agent of this Corporation at that address is C T Corporation System.

## ARTICLE VI

### INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) initial director. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the director of this Corporation is:

<u>Name</u>	<u>Address</u>
Guillermo Gonzalez del Campo Salazar	701 Brickell Avenue Suite 850 Miami, FL 33131-2851

## ARTICLE VII

### DIRECTOR QUORUM AND VOTING

No less than a majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors.

### ARTICLE XIII

#### INDEMNIFICATION

This Corporation shall indemnify any and all of its directors, officers, employees or agents or former directors, have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party, or may be threatened to be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

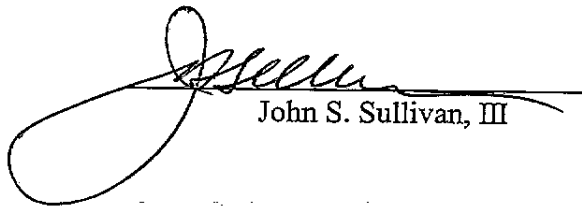
### ARTICLE XIV

#### INCORPORATOR

The name and address of the person signing these Articles is:

John S. Sullivan, III  
701 Brickell Avenue, Suite 850  
Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 21st day of June 2000.

  
John S. Sullivan, III

ACKNOWLEDGMENT

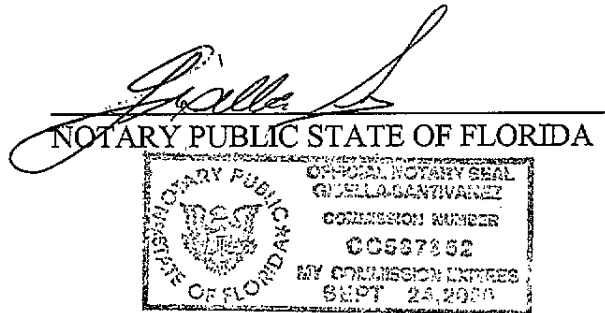
STATE OF FLORIDA)

) SS

COUNTY OF DADE )

On this June 21, 2000, before me, the undersigned Notary Public of the State of Florida, personally appeared John S. Sullivan, III, and whose name is subscribed to the within instrument, and he acknowledged that he executed it.

WITNESS my hand and official seal.




(Notary Public name and Stamp)

☒ Personally known to me, or  
Produced ID #: \_\_\_\_\_

☒ Did take an oath, or  
Did not take an oath \_\_\_\_\_

ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for GGCS Communications, Inc., at the place designated in these Articles of Incorporation, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto.

  
C T Corporation System  
Registered Agent  
**VICKY GOLDSTEIN**  
**SPECIAL ASSISTANT SECRETARY**

FILED  
00 JUN 27 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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