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## **CERTIFICATION OF CORPORATE MINUTES**

I, NESTOR S. DALMACIO, as Vice President and Secretary of Global Resource Provider, Inc., hereby certifies that a Special Meeting of Directors of the corporation was held on the 21st day of March, 2002 at 2:00 P.M., at the office of Monroe Dixon, Esq., 6419-B Bird Road, Miami, Dade County, Florida.

The following resolution was unanimously adopted:

**RESOLVED**, that Rhommel Escobedo is hereby elected as a Director of Global Resource Provider, Inc.

The Directors of Global Resource Provider, Inc. are now as follows:

Mario S. Braza Rhommel Escobedo Nestor S. Dalmacio Connie D. Braza

**RESOLVED**, that Rhommel Escobedo is hereby elected as President and Treasurer of Global Resource Provider, Inc.

The officers of Global Resource Provider, Inc. are now as follows:

Connie D. Braza - Chairman of the Board
Mario S. Braza - Chief Executive Officer
Rhommel Escobedo - President, Treasurer
Nestor S. Dalmacio - Vice President, Secretary

The Chairman then announced that the address of the corporation has changed and the new address is 13201 N.W. 1<sup>st</sup> Avenue, Miami, Florida 33168.

Dated this 21st day of March, 2002.

Mutan Alalma (NESTOR S. DALMACIO, Secretary

## MINUTES OF THE SPECIAL MEETING OF DIRECTORS OF GLOBAL RESOURCE PROVIDER, INC.

A Special Meeting of Directors of Global Resource Provider, Inc. was called to order on the 21st day of March, 2002 at the hour of 2:00 P.M. at the office of corporate counsel, Monroe Dixon, Esq., located at 6419-B Bird Road, Miami, Florida.

In attendance was Mario S. Braza, Nestor S. Dalmacio and Connie D. Braza, directors of the corporation.

There was a quorum and Connie D. Braza was elected to preside and chair said meeting.

The Chairman announced that the first order of business was the resignation of Leo R. Panganiban as President, Treasurer and Director of the corporation.

The Chairman then announced that the next order of business was the election of a successor Director. It was proposed that Rhommel Escobedo be elected as a Director of the corporation. The following resolution was unanimously adopted:

**RESOLVED**, that Rhommel Escobedo is hereby elected as a Director of Global Resource Provider, Inc.

The Directors of Global Resource Provider, Inc. are now as follows:

Mario S. Braza Rhommel Escobedo Nestor S. Dalmacio Connie D. Braza

The next order of business announced by the Chairman was the election of officers. It was proposed that Rhommel Escobedo be elected as President and Treasurer of the corporation. The following resolution was unanimously adopted:

**RESOLVED**, that Rhommel Escobedo is hereby elected as President and Treasurer of Global Resource Provider, Inc.

The officers of Global Resource Provider, Inc. are now as follows:

Connie D. Braza - Chairman of the Board
Mario S. Braza - Chief Executive Officer
Rhommel Escobedo - President, Treasurer
Nestor S. Dalmacio - Vice President, Secretary

The Chairman then announced that the address of the corporation has changed and the new address is 13201 N.W. 1<sup>st</sup> Avenue, Miami, Florida 33168.

There being no further business to come before this Special Meeting of Shareholders and Directors, the meeting was adjourned.

NESTOR S. DALMACIO