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Global Strategies of Naples, Inc.  
580 11TH STREET NORTH  
Naples, FL 34102  
(941) 434-6028

01 SEP -7 AM 10:20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DATE: AUG. 6, 2001

To:  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FL 32314

400004574764--5

-09/07/01--01038--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

TRANSMITTAL LETTER

SUBJECT: FILING FEES FOR CORPORATION:

G AND C OF NAPLES, INC.

DEAR SIRs:

ENCLOSED PLEASE FIND AN ORIGINAL AND ONE COPY OF THE ARTICLES OF  
INCORPORATION FOR THE ABOVE CORPORATION AND A CHECK IN THE AMOUNT OF  
\$78.75.

PLEASE RETURN PAPERWORK AS SOON AS POSSIBLE.

YOUR COOPERATION IS FULLY APPRECIATED.

YOURS...

  
SALOMON J. CARDENAS, PRESIDENT

C. BLALOCK SEP 12 2001

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
G AND C OF NAPLES, INC.

ARTICLE I - NAME

The name of the Corporation is: G AND C OF NAPLES, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business for profit permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 7,500 shares of One (\$1.00) dollar par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this Corporation and its principal address, which is the same as its mailing address is:

GIRALDO HERNANDEZ  
581 20TH ST. N.E.  
NAPLES, FL 34120

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have TWO (02) Directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and addresses of the initial Directors of this Corporation are:

GIRALDO HERNANDEZ  
581 20TH ST. N.E.  
NAPLES, FL 34120

Director/President,  
AND Treasurer

CARLOS ALBERTO MASPOLI  
18452 NARCISUS RD  
FT. MYERS, FL 33912

Director/Vice-President  
AND SECRETARY

#### ARTICLES VII - BY LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

#### ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or Director, or any former officer of Director, to the full extent permitted by law.

#### ARTICLE IX - PREEMPTIVE RIGHTS

Every stockholder, upon the sales for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorated 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 name and address of the person signing these articles  
is:

GIRALDO HERNANDEZ  
581 20TH ST. N.E.  
NAPLES, FL 34120

ARTICLE XI - AMENDMENT

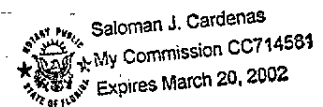
This Corporation reserves the right to amend or repeal any  
provisions contained in the Article of Incorporation, in  
accordance with the provisions of the Florida General  
Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these  
Articles of Incorporation this 6th day of AUG 2001.

Signature [Signature]  
Name: GIRALDO HERNANDEZ

The foregoing instrument was acknowledged before me this 6th DAY of  
AUG, 2001 by: GIRALDO HERNANDEZ, who has produced: A FLORIDA  
DRIVERS LIC# H655-280-76-443-0 as identification and who did Not take an  
oath.

[Signature] S. J. CARDENAS (Signature)  
Salomon J. Cardenas, Notary Public  
My Commission Expires: Seal



ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE PROCESS FOR THE ABOVE STATED  
CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF  
INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THE CAPACITY OF  
REGISTERED AGENT FOR SAID CORPORATION, AND FURTHER AGREES TO COMPLY WITH  
THE PROVISIONS OF ALL STATUS RELATIVE TO THE PROPER AND COMPLETE  
DISCHARGE OF ITS DUTIES.

DATED THIS 6th DAY OF AUG 2001.

Signature [Signature]  
Name: GIRALDO HERNANDEZ