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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. G D INVESTMENT USA, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
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<input type="checkbox"/>	NonProfit
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
01 NOV 21 PM 3:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
01 NOV 21 PM 3:08
TALLAHASSEE FLORIDA
DIVISION OF CORPORATE
REGISTRATION

Examiner's Initials

ARTICLES OF INCORPORATION OF GD INVESTMENT USA, INC.

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of this Corporation is GD INVESTMENTS USA, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing of this Corporation shall be:
8801 DICKENS AVENUE; SURFSIDE, FL 33154

ARTICLE III - DURATION

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

ARTICLE IV - PURPOSE

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

ARTICLE V - SHARES

This Corporation is authorized to issue (ONE HUNDRED) 100 shares of One Thousand (\$1,000) per value common stock, which shall be designated "Common Shares".

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent of this Corporation is ALEJANDRO A. DIAZ; 8801 DICKENS AVENUE; SURFSIDE, FL 33154.

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ARTICLE VII – DIRECTOR(S)

This Corporation shall have one(1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws. The name and address of the initial director to these Articles of Incorporation is:

ALEJANDRO A. DIAZ
8801 DICKENS AVENUE
SURFSIDE, FL 33154

ARTICLE VIII – LAWS

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

ARTICLE IX – INCORPORATOR(S)

The person signing these articles is ALEJANDRO A. DIAZ; 8801 DICKENS AVENUE; SURFSIDE, FL 33154.

ARTICLE X – 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.

The undersigned incorporator has executed these Articles of Incorporation, this 19 day of November, 2001.



Alejandro A. Diaz
President

CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 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.

First that *GD INVESTMENTS* ^{USA} *INC.* desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named ALEJANDRO A. DIAZ located at SURFSIDE, FL, County of DADE, State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS *REGISTERED AGENT* AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS *REGISTERED AGENT*.

Dated this November 19, 2001.



Alejandro A. Diaz
Registered Agent

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