

**Electronic Articles of Incorporation
For**

**P02000039258
FILED
April 11, 2002
Sec. Of State**

ORIGINAL GEAR, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ORIGINAL GEAR, INC.

Article II

The principal place of business address:

1919 N STATE RD 7
105
MARGATE, FL. 33063

The mailing address of the corporation is:

1919 N STATE RD 7
105
MARGATE, FL. 33063

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

12000

Article V

The name and Florida street address of the registered agent is:

JAIME A RESTREPO
1919 N. STATE ROAD 7
105
MARGATE, FL. 33063

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: JAIME RESTREPO

Article VI

The name and address of the incorporator is:

JAIME RESTREPO
1919 N. STATE ROAD 7 # 105

MARGATE, FL 33063

Incorporator Signature: JAIME RESTREPO

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
ORONDE GADSDEN
1919 N. STATE ROAD 7 #105
MARGATE, FL. 33063

Title: V
DAVID LALJI
1919 N. STATE ROAD 7 #105
MARGATE, FL. 33063

Title: D
JAIME RESTREPO
1919 N. STATE ROAD 7 #105
MARGATE, FL. 33063

Title: D
JANON COSTLY
1919 N. STATE ROAD 7 #105
MARGATE, FL. 33063

Article VIII

Article - 7 Corporate Capitalization

Maximum 12,000 shares of common stock to be owned and distributed as follows:

70% owned and held by Oronde Gadsden, his successors and/ or assigns.

30% owned and held by Insync Business Solutions, its successor and/or assigns.

All holders of common stock shall be identical with each in every respect and the holders of commons shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which shareholders have the right to vote.

No holder of shares of stock of any class shall have the preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of shares of of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

7.4 The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in bylaws of the Corporation.

7.5 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation, subject to equitable distribution.

Article IX

Article 8 - Sub-Chapter S Corporation

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

8.1 If and after this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

Article X

Article 9 - Shareholders' Restrictive Agreement

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of Shareholders of the Corporation and the transferability of the shares of stock of the Corporation. A copy of the Shareholders' Agreement, if any, is on file at the principal office of the corporation.

Article XI

Article 10 - Powers of the Corporation

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

Article XII

Article 10 - Term of Existence

This Corporation shall have perpetual existence.