

PO2000092036

TRANSMITTAL LETTER

Department of State,  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

SUBJECT: GLOBAL RESOURCE *Groups*, INCORPORATED

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

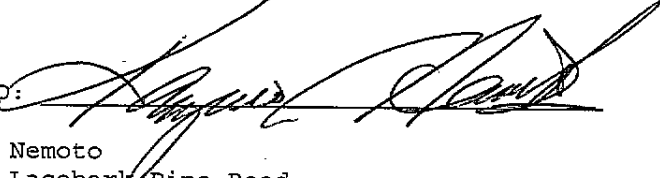
02 AUG 22 AM 7:17

FILED

I enclose an original and one (1) copy of the Articles of Incorporation for the above corporation and a check in the amount of \$70.00.

Please stamp the copy and return it to me in the enclosed SASE.

SIGNED:



Kazuo Nemoto  
13808 Lacebark Pine Road  
Orlando, Florida 32832  
407-249-9113

600006717216--7  
-07/29/02-01024-006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

509-2544  
W02-21786  
W02-23399

826-02  
*[Handwritten initials]*



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

August 13, 2002

KAZUO NEMOTO  
13808 LACEBARK PINE RD  
ORLANDO, FL 32832

SUBJECT: GLOBALNET, INCORPORATED  
Ref. Number: W02000023399

We have received your document for GLOBALNET, INCORPORATED and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6930.

Donna Graves  
Document Specialist  
New Filing Section

Letter Number: 102A00047978

ARTICLES OF INCORPORATION

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02 AUG 22 AM 7:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

KOSMOS

INCORPORATED.

ARTICLE I

NAME

The name of the corporation shall be: KOSMOS, INCORPORATED.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

13808 Lacebark Pine Road  
Orlando, Florida 32832

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100,000 with a par value of one cent (\$.01) per share. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

ARTICLE IV

INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Kazuo Nemoto  
13808 Lacebark Pine Road  
Orlando, Florida 32832

ARTICLE V

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Kazuo Nemoto  
13808 Lacebark Pine Road  
Orlando, Florida 32832

**ARTICLE VI**  
**PURPOSES**

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- A. To engage in any legally authorized commerce within the State of Florida.
- B. To invest in funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- C. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

**ARTICLE VII**  
**EFFECTIVE DATE OF INCORPORATION AND DURATION**

This corporation shall be deemed to have come into existence on the date of filing of these Articles. The corporation shall have perpetual existence.

**ARTICLE VIII**  
**BOARD OF DIRECTORS**

The corporation shall have a Board of Directors consisting of one (1) person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Shareholders but shall never be less than on (1).

The name and address of the initial Director of this professional association is:

Kazuo Nemoto	13808 Lacebark Pine Road Orlando, Florida 32832
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**ARTICLE IX**  
**INFORMAL SHAREHOLDER ACTION**

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

**ARTICLE X**  
**SEVERANCE AND TERMINATION OF EMPLOYMENT**

If any officer, director, shareholder, agent or employee of this corporation becomes legally disqualified to render the services for which the corporation is organized, or accepts employment that places restrictions or limitations on his/her continued rendering of such services, he/she shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation. The corporation shall forthwith, upon such

disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him/her by the corporation, except that such shares shall not be entitled to dividends.

**ARTICLE XI**  
**INFORMAL DIRECTOR ACTION**

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

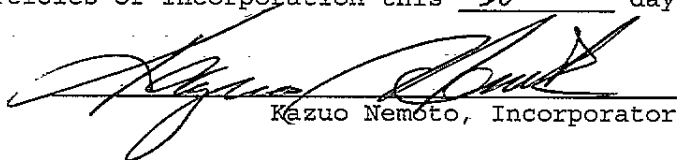
**ARTICLE XII**  
**INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XIII**  
**BYLAW AMENDMENT**

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment is in compliance with the laws of Florida governing a Professional Service Corporation.

The undersigned has executed these Articles of Incorporation this 20<sup>th</sup> day of July 2002.

  
Kazuo Nemoto, Incorporator

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

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02 AUG 22 AM 7:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

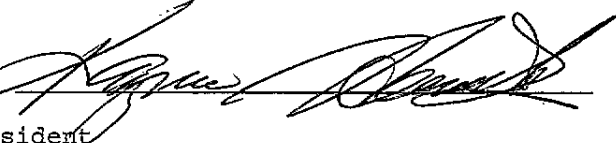
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

~~██████████~~ **KOSMOS** ~~██████████~~ INCORPORATED

2. The name and address of the registered agent and office is:

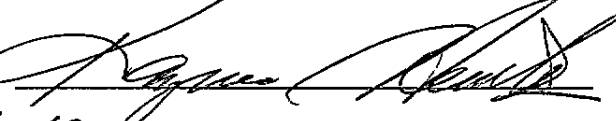
Kazuo Nemoto  
13808 Lacebark Pine Road  
Orlando, Florida 32832

Signature: 

Title: President

Date: 7-10-02

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.

Signature: 

Date: 7-10-02