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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10/15/02

FLORIDA DIVISION OF CORPORATIONS  
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FROM: EMPIRE CORPORATE KIT COMPANY

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NAME: gpb corp.

AUDIT NUMBER.....H02000211282

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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FLORIDA DEPARTMENT OF STATE

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October 14, 2002

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**ARTICLES OF INCORPORATION**  
**OF**  
**GBP CORP.**

02 OCT 15 AM 9:11

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation shall be:

GBP CORP.

**ARTICLE II - PRINCIPAL OFFICE OR MAILING ADDRESS**

The initial principal office and mailing address of the corporation shall be:

8933 S.W. 123rd Ct., Unit 107  
Miami, Florida 33186

**ARTICLE III - TERM OF EXISTENCE**

This corporation shall exist perpetually, and corporate existence shall commence with the filing of these Articles.

**ARTICLE IV - NATURE OF BUSINESS**

This corporation may transact or engage in any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE V - CAPITAL STOCK**

The maximum number of shares that this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of common stock, having a par value of \$1.00 per share.

**ARTICLE VI - ADDRESS**

The street address of the initial registered office of the corporation shall be Suite 206, 8900 S.W. 107th Avenue, Miami, Florida, 33176, and the name of the initial registered agent of the corporation at that address is Michael G. Bass, P.A.

**ARTICLE VII - SPECIAL PROVISION**

It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code.

**ARTICLE VIII - PREEMPTIVE RIGHTS**

Every Shareholder, upon the sale 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 or her prorata share thereof at the price at which it is offered to others.

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ARTICLE IX - DIRECTORS

This corporation shall have one director initially. The name and address of the initial member of the Board of Directors is:

VLADIMIR FERNANDEZ  
8933 S.W. 123rd Ct., Unit 107  
Miami, Florida 33186

ARTICLE X - OFFICERS

The name and address of the initial officer of the corporation, who shall hold office for the first year of the corporation, or until his successors are elected or appointed, is:

PRESIDENT  
VLADIMIR FERNANDEZ  
8933 S.W. 123rd Ct., Unit 107  
Miami, Florida 33186

ARTICLE XI - INCORPORATORS

The name and address of the Incorporator and Subscriber to these Articles of Incorporation is:

VLADIMIR FERNANDEZ  
8933 S.W. 123rd Ct., Unit 107  
Miami, Florida 33186

ARTICLE X - INDEMNIFICATION

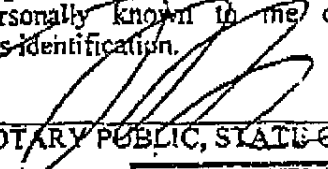
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

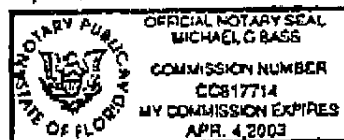
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 10<sup>th</sup> day of October, 2002.

  
VLADIMIR FERNANDEZ

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of October, 2002, by VLADIMIR FERNANDEZ, who is personally known to me or who has produced FLA. Drivers Lic as identification.

  
NOTARY PUBLIC, STATE OF FLORIDA



H02000211282

**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

I, VLADIMIR FERNANDEZ, desiring to organize and qualify as a corporation under the laws of the State of Florida, with its principal business at the City of Miami, State of Florida, has named Michael G. Bass, P.A., located at Suite 206, 8900 S.W. 107th Avenue, Miami, Florida, 33176, as its Agent to accept service of process within Florida.

Dated

10/10/02

GDP CORP.

By:

VLADIMIR FERNANDEZ

Having been named to accept Service of Process for the above-stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated

10/10/02

MICHAEL G. BASS, P.A.

By

President

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TALLAHASSEE, FLORIDA

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