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WLL



Gregory H. Fisher P.A.

Attorney at Law
5520 First Avenue North, St. Petersburg, Florida 33710-8006
Telephone: 727-344-5520 Facsimile: 727-381-2778
E-mail: fishlaw@gte.net Web Site: www.fishlaw.net

January 22, 2003

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: GMS Productions, Inc.

Dear Sir or Madam:

In reference to the above, I am transmitting herewith the following:

Original and one copy of the proposed Articles of Incorporation;
Designation of Place of Business and Appointment of resident Agent;
Application for Registration of Fictitious Name;
Copy of your letter of December 30, 2002.

If satisfactory, please furnish this office with one certified copy of the Articles of Incorporation. Checks for filing were previously sent. We would like the date of incorporation to be January 1, 2003. Thank you for your assistance in this matter.

Sincerely,



Gregory H. Fisher

GHF:bh
Enclosures



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

December 30, 2002

GREGORY H. FISHER, ESQ.
5520 FIRST AVE. NORTH
ST. PETERSBURG, FL 33710-8006

SUBJECT: GMS, INC.
Ref. Number: W02000036069

We have received your document for GMS, INC. and your check(s) totaling \$78.75. 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.

An effective date may be added to the Articles of Incorporation if a 2003 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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) 245-6995.

Wanda Cunningham
Document Specialist
New Filing Section

Letter Number: 702A00067730

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03 JAN 27 AM 11:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

GMS PRODUCTIONS, INC.

ARTICLE I

NAME

The name of this corporation is GMS Productions, Inc.

ARTICLE II

DURATION

This corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States of America and of this state.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have at any one time is 7500 shares of one class of voting stock, each share of which shall have a par value of \$1.00 per share.

ARTICLE V

ADDRESS

The initial registered office of this corporation is 5100 Ulmerton Road, Suite 17, Clearwater, FL 33760. The principal office and the name of the initial registered agent at such address is GARY SASTAMOINEN, The principal office of the corporation is 5100 Ulmerton Road, Suite 17, Clearwater, FL 33760.

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ARTICLE VI
CAPITALIZATION

The amount of capital with which the corporation shall begin business shall be \$500.00.

ARTICLE VII
DIRECTORS AND OFFICERS

The number of directors of the corporation shall be one in number which may be increased by vote of the shareholders but shall never be less than 1 nor more than 5. The name and address of each person who is to serve as a member of the Board of Directors and/or an officer and the number of shares subscribed by each, as set forth by their respective names, and who shall serve during the first year of the corporation's existence or until their successors are elected or appointed and qualified are as follows:

President and Director	GARY SASTAMOINEN	500 Shares
Vice President	5100 Ulmerton Road, Suite 17	
Secretary & Treasurer:	Clearwater, FL 33760	

ARTICLE VIII
SUBSCRIBERS

The name and address of the incorporator of this corporation is as follows: GARY SASTAMOINEN, 5100 Ulmerton Road, Suite 17, Clearwater, FL 33760.

ARTICLE IX
BY-LAWS

The by-laws of the corporation may be amended by a vote of the holders of two-thirds of the outstanding shares of the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 15th day of January, 2003.

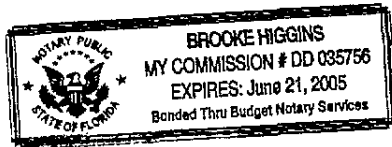
Gary M. Sastamoinen
GARY SASTAMOINEN

STATE OF FLORIDA

COUNTY OF PINELLAS

Before me personally appeared GARY SASTAMOINEN who produced the following type of identification: FL D/L or is well known to me to be the individual described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 15th day January, 2003.



Brooke Higgins
Notary Public
Brooke Higgins
Notary Printed Name

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
WHICH SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

In Pursuance of Chapter 48.091, Florida Statute, the following is submitted in compliance with said Act:

That GMS Productions, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Clearwater, County of Pinellas, State of Florida has named GARY SASTAMOINEN, 5100 Ulmerton Road, Suite 17, City of Clearwater, County of Pinellas, State of Florida, as its agent to accept process within this state.


GARY SASTAMOINEN

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


GARY SASTAMOINEN

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