

# P03000055679

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305)634-3694  
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## FLORIDA PROFIT CORPORATION OR P.A.

g. spot & services, inc.

Certificate of Status	0
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(6)

ARTICLES OF INCORPORATION

OF

G. SPOT & SERVICES, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation is **G. Spot & Services, Inc.** and the principal address shall be 675 NE 71<sup>st</sup> Street, Miami, Florida 33138.

ARTICLE II

DURATION

The corporation shall exist perpetually. Corporate existence shall commence upon filing by the Department of State.

ARTICLE III

NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

- (a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of stock with one dollar (\$1.00) par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors

Carlos E. Morales, Esq.  
2800 Biscayne Blvd., Suite 500  
Miami, FL 33137  
(305) 576-6116  
Fl.Bar #995223

FILED

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03 MAY 20 AM 7:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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Article V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2800 Biscayne Boulevard, Suite 500, Miami, Florida 33137, and the name of the initial registered agent of this corporation at that address is Carlos E. Morales, Esq.

Article VI

DIRECTOR

(a) Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws, but shall never be less than one.

(b) Initial Directors. The name and street address of the directors of the corporation is:

Name	Address
Gwynneth Helen Rutherford, President	675 NE 71 <sup>st</sup> Street Miami, Florida 33138
Gwynneth Helen Rutherford, Vice-President and Treasurer	675 NE 71 <sup>st</sup> Street Miami, Florida 33138

(c) Compensation: The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

Article VII

BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the director.

Article VIII

INCORPORATORS

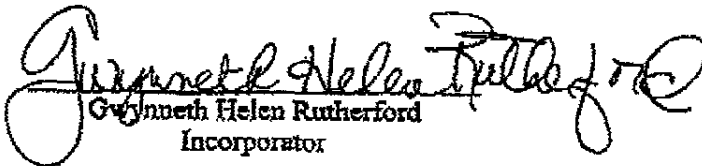
Gwynneth Helen Rutherford  
675 NE 71<sup>st</sup> Street  
Miami, Florida 33138

Article IX

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporators have executed these Articles the 7<sup>th</sup> day of May 2003.

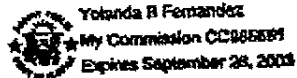
  
Gwynneth Helen Rutherford  
Incorporator

State of Florida                    )  
  ) SS  
County of Miami-Dade            )

The following instrument was acknowledged and personally known before me  
this 7<sup>th</sup> day of May 2003

  
Notary Public, State of Florida

My Commission Expires:



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03 MAY 20 AM 7:54

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE

FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING

AGENT UPON WHOM PROCESS MAY BE SERVED


SECRETARY OF STATE  
TALLAHASSEE FLORIDA

=====

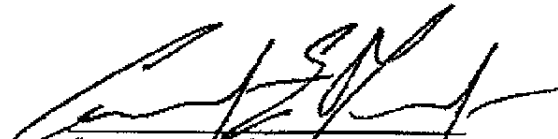
In compliance with Section 48,901, Florida Statutes, the following is submitted.

G.Spot&Services, Inc. organizes or qualifies under the laws of the State of Florida, with its principal place of business at City of Dania Beach, State of Florida, has named Carlos E. Morales, Esquire, located at: 2800 Biscayne Boulevard, Suite 500, Miami, Florida 33137 as its agent and accept service of process within Florida.

Incorporators:

  
G.SPOT & SERVICES, INC.

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.

  
Carlos E. Morales, Esquire

Date: May 7, 2003

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