

UCC SERVICE : 850-317-0111 Jun 11 2003 P. 01
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

From:

Account Name : UCC FILING & SEARCH SERVICES, INC.
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FLORIDA PROFIT CORPORATION OR P.A.

GS Marketing & Distribution, Inc.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
GS MARKETING & DISTRIBUTION, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of this corporation is GS MARKETING & DISTRIBUTION, INC., and its principal place of business is 19501 Westlake Drive, Miami, FL 33015.

ARTICLE TWO

DURATION

The duration of the corporation is perpetual.

ARTICLE THREE

PURPOSES

The general purpose for which the corporation is organized are:

1. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act; and
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be a single class, and shall have a par value of \$1.00 per share.

ARTICLE FIVE

REGISTERED OFFICE AND AGENT

The street address of the initial registered office is 8105 N.W. 155th Street, Miami Lakes, FL 33016, and the name of its registered agent at such address is RAUL GASTESI, JR.

ARTICLE SIX

DIRECTORS

The number of directors constituting the initial board of directors of the corporation is one.
The name and address of the person who is to serve as the member of the initial board of directors is:

Raymond J. Galvin, II - President
19501 Westlake Drive
Miami, FL 33015

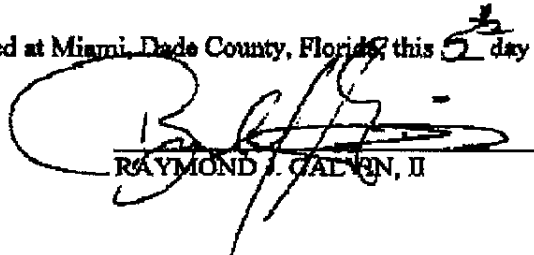
ARTICLE SEVEN

INCORPORATORS

The names and addresses of the incorporators are:

Raymond J. Galvin, II
19501 Westlake Drive
Miami, FL 33015

Executed by the undersigned at Miami, Dade County, Florida, this 5th day of June, 2003.


RAYMOND J. GALVIN, II

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared RAYMOND J. GALVIN, II to me known to be the person described herein or who provided _____ as identification, who subscribed the above Articles of Incorporation and who freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at Miami, Dade County, Florida this 5th day of June, 2003.

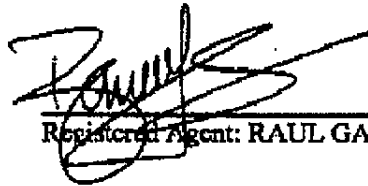


NOTARY PUBLIC, State of Florida
At Large

My Commission Expires:

**ACKNOWLEDGMENT OF APPOINTMENT
BY REGISTERED AGENT**

Having been named as registered agent for GS MARKETING & DISTRIBUTION, INC., and my offices being located at 8105 N.W. 155th Street, Miami Lakes, Florida 33016, I hereby agree to act in such capacity and agree to comply with the provisions of Section 48.091, Florida Statutes, and all other statutes, relative to the complete and proper performance of the duties of registered agent, and am familiar with and accept the obligations of registered agent.



Registered Agent: RAUL GASTESI, JR.

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