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SECRETARY OF STATE
TALLAHASSEF FLORIDA

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## CERTIFICATE OF INCORPORATION OF GOMAG INVESTMENT GROUP, INC.

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SECRETARY OF STATE TALL AHASSEE FLORIDA

THE UNDERSIGNED SUBSCRIBERS to these Articles of Incorporation, natural persons 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:

#### GOMAG INVESTMENT GROUP, INC.

#### ARTICLE II

#### **GENERAL NATURE OF BUSINESS**

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

#### ARTICLE III

#### CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is **ONE HUNDRED** (100) shares of common stock at no par value.

All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be fixed by the Board of Directors.

#### ARTICLE IV

#### INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than FIVE HUNDRED (\$500.00) DOLLARS.

#### ARTICLE V

#### **TERMS OF EXISTANCE**

This corporation is to exist perpetually

#### ARTICLE VI

#### **ADDRESS**

The initial post office address of the principal office of this corporation in the State of Florida is 1717 No. Bayshore Drive, Apt. 1054, Miami, Dade County, Florida 33132.

#### ARTICLE VII

#### **DIRECTORS**

This corporation shall not have less than **ONE** (1) director, however, the number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders, but shall never be less than one.

### ARTICLE VIII INITIAL DIRECTORS

NAME

**ADDRESS** 

Jose Agostino

1717 No. Bayshore Drive

Apt. 1054

Miami, Florida 33132

## ARTICLE IX INITIAL OFFICERS

**OFFICE** 

**NAME** 

**ADDRESS** 

Secretary / President

Jose Agostino

1717 No. Bayshore Drive

Apt. 1054

Miami, Florida 33132

#### ARTICLE X

#### **SUBSCRIBER**

The name and post office address of the subscriber of those Articles of Incorporation, the number of shares of stock said subscriber agree to take and the value of the consideration therefore are:

NAME ADDRESS SHARES CONSIDERATION

Jose Agostino 1717 No. Bayshore Drive 100 no par value

Apt. 1054

Miami, Florida 33132

#### ARTICLE XI

#### REGISTERED OFFICE AND REGISTERED AGENT

That GOMAG INVESTMENT GROUP, INC., desiring to organize under the laws of the State of Florida, with the principal office as indicated in the Articles of Incorporation, at the City of Miami, County of Dade and State of Florida, hereby designates 1717 Bayshore Drive, Apt. 1054, Miami, Florida 33132, as its registered office and Jose Agostino, its Secretary as first registered agent.

WITNESS the hand and seals of the incorporation in Dade County, Florida this 14<sup>TH</sup> day of July, 2003.

JOSE AGOSTINO

SUBSCRIBER & SECRETARY / PRESIDENT

STATE OF FLORIDA)

SS.

COUNTY OF DADE )

PERSONALLY appeared before me, the undersigned authority, JOSE AGOSTINO, to me well known to be subscriber to the foregoing Articles of Incorporation of GOMAG INVESTMENT GROUP, INC., who first being sworn, acknowledged that he signed the same for the purposes therein expressed.

WITNESS my hand and seal at Miami, Dade County, Florida, this 14 day of July, 2003.

NOTARY PUBLIC, STATE OF FLORIDA

AT LARGE

My Commission Expires:



#### BANKING RESOLUTION

#### GOMAG INVESTMENT GROUP, INC.

#### CORPORATE RESOLUTION No. 002-03

The following is a resolution of the Board of Directors of the above named corporation adopted on the date hereinafter set forth.

WHEREAS, the Board of Directors has determined that it is necessary and appropriate that the officer hereinafter named be provided with the authority and power to open bank account(s), sign checks, withdraw funds, borrow moneys, pledge, sell and/or assign corporate assets and receive and dispose bank securities, all on behalf and for the benefit of the corporation subject to the limitations herein set forth: and

WHEREAS, the Board of Directors has determined, that it is necessary and proper that the financial affairs of the corporation be exercised on a day-to-day basis by the officer hereinafter named, subject to the limitations and provisions herein after set forth.

#### Now, therefore, IT IS RESOLVED AS FOLLOWS

The following officer is hereby authorized, empowered and designated to open bank account(s) with the following banking institution in the name and on behalf of the above named corporation. It is hereby provided that the above referenced functions and transactions shall be signed by one (1) officer, the Treasurer, as authorized and empowered by the Board of Directors, hereinafter named in the corporation and shall be binding upon and honored by such bank(s) holding such account(s) of the above named corporation.

Banking Institution Designated: **CITIBANK** 

Authorized Signatory:

Jose Agostino

Treasurer/Director / Passident SS 266-83-9293

The above named banking institution is authorized and requested to pay such instruments and honor such withdrawals as may be so directed by the person designated above.

The Secretary of the above named corporation is authorized and empowered to certify to the banking institution the name of the Corporation's current officer and person authorized to sign, with specimen signature and such further information as may be reasonably requested by such banking institution. Any change(s) in the foregoing shall be promptly provided by the Secretary of the above named corporation to said banking institution.

**DATED:** July 16<sup>th</sup>, 2003

Secretary - Treasurer / PAES ident

SS 266 - 83 - 9293

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:

FIRST: That, GOMAG INVESTMENT GROUP, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, County of Dade, State of Florida, and with its initial registered office at 1717 Bayshore Drive, Apt. 1054, Miami, Florida 33132, has named JOSE AGOSTINO, located at 1717 Bayshore Drive, Apt. 1054, Miami, Florida 33132, as its Registered Agent, to accept service of process within the State of Florida.

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.

JOSE AGOSTINO

SUBSCRIBER & SECRETARY / PAESident

