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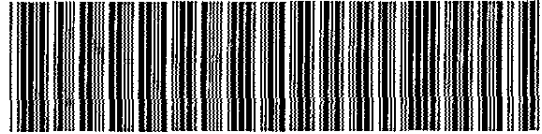
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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

04 JAN 16 PM 12:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 397122 8894A

AUTHORIZATION : *Patricia Pizote*

COST LIMIT : \$ 70.00

ORDER DATE : January 15, 2004

ORDER TIME : 4:27 PM

ORDER NO. : 397122-005

CUSTOMER NO: 8894A

CUSTOMER: Hilda Hernandez, Legal Asst
Ritter Ritter & Zaretsky

Suite 101
555 N.e. 15th Street
Miami, FL 33132

DOMESTIC FILING

NAME: GSM ENTERPRISES, INC.

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret - EXT. 2949

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION

OF

GSM ENTERPRISES, INC.

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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I. NAME

The name of the corporation shall be GSM Enterprises, Inc.

The principal place of business of this corporation shall be at 555 N.E. 15 St., Apt. 26-G, Miami, Florida 33132.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or 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, including but not limited to real estate sales, brokerage, financing, purchasing, and owning.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 555 N.E. 15 St., Apt. 26-G, Miami, Florida 33132 and the name of the initial registered agent of the corporation at that address is Gustavo Guerra..

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have two officers and two directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed is:

Gustavo Guerra - D &, P
555 N.E. 15 St., #100, Miami, Fl. 33132

Miguel De Leon- D & VP, S
10108 Costa Del Sol Blvd.
Miami, Fl. 33178


ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Gustavo Guerra
555 N.E. 15 St., Miami, Florida 33132

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this

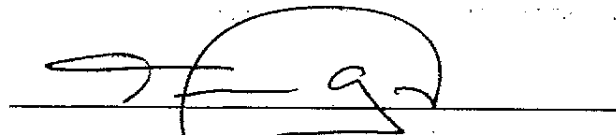
14 day of January, 2004.


Gustavo Guerra

STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 14 day of January, 2004,
by Gustavo Guerra who produced FL Driver License as identification. Said person
did not take an oath.

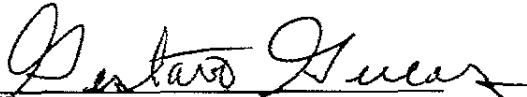

Notary Public, State of Florida at Large
My Commission Expires: 12/16/05



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

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with said Act:


GSM Enterprises, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State of Florida, has named Gustavo Guerra located at 555 N.E. 15 St., #26-G, Miami, Florida. 33132 as its agent to accept service of process within this State.



Officer

ACKNOWLEDGMENT BY DESIGNATED AGENT

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 provision of said Act relative to keeping open said office.



Gustavo Guerra

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