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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  
Fax Number : (305) 633-9696

EFFECTIVE DATE  
05/13/2004

## FLORIDA PROFIT CORPORATION OR P.A.

NESGIR, INC.

Certificate of Status	0
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TALLAHASSEE, FLA 32310

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ARTICLES OF INCORPORATION

(4)

OF  
NESGIR, INC.

EFFECTIVE DATE  
05/13/2004

The undersigned, for the purpose of forming a Corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I. - CORPORATE NAME

The name of the Corporation is NESGIR, INC.

ARTICLE II. - CORPORATE DURATION

The duration of the Corporation is perpetual, and the Corporate existence is to commence upon the execution hereof.

ARTICLE III. - PURPOSE AND POWERS

The general purposes for which the Corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act, and to engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to any other business of the Corporation.

ARTICLE IV. - CAPITALIZATION

The aggregate number of shares the Corporation is authorized to issue is 1000. Such shares shall be of a single class and shall be without par value.

ARTICLE V. - REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of the Corporation is 8000 Harding Avenue, Unit #7D, Miami Beach, FL 33141, and the name of its initial registered agent at such address is Nestor Giroud. The principal office and mailing address of the corporation is 8000 Harding Avenue, Unit #7D, Miami Beach, FL 33141.

This instrument prepared by:  
Gary Silberman, Esq.  
JONAS & SILBERMAN, P.A.  
300 71st Street, Suite #405  
Miami Beach, FL 33141  
Florida Bar No. 0885230  
Tel: (305) 866-7651

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**ARTICLE VI - 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 a member of the initial Board of Director is as follows:

Nestor Giroud  
8000 Harding Avenue, Unit #7D,  
Miami Beach, FL 33141

**ARTICLE VII - INCORPORATORS**

The name and address of the incorporator is:

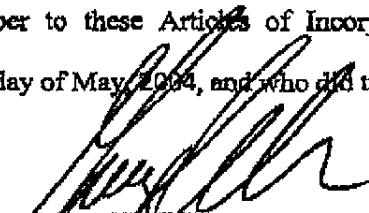
Nestor Giroud  
8000 Harding Avenue, Unit #7D,  
Miami Beach, FL 33141

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation at Miami, Florida on the 13th day of May, 2004.

  
\_\_\_\_\_  
NESTOR GIROUD

STATE OF FLORIDA:  
COUNTY OF MIAMI-DADE:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared NESTOR GIROUD and he acknowledged before me that he is the subscriber to these Articles of Incorporation and he has acknowledged that he has signed same on this 13th day of May, 2004, and who did take an oath.

  
\_\_\_\_\_  
Notary Public at Large, State  
of Florida  
My commission expires:



Gary Silberman  
Commission # 190184493  
Expires Feb. 21, 2007  
Bonded thru  
Atlantic Bonding Co., Inc.

TOTAL P.04

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**ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT**

COMES NOW, NESTOR GIROUD, and hereby acknowledges his appointment as the registered agent of NESGIR, INC., and he is familiar with, and accepts, the obligations of that position.

  
NESTOR GIROUD

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CLERK OF COURT  
TALLAHASSEE, FLORIDA

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