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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Roselyne N.K. Ukpai
4700 NW 12th Court
Ft. Lauderdale, FL 33313
(954) 485-8742

June 30, 2004

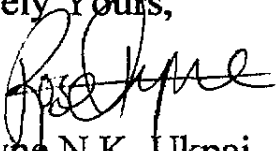
Secretary of State
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Please find enclosed the Articles of Incorporation of Galaxy Global Exchange, Inc., and a check in the amount of \$122.50 (One hundred twenty two dollars and fifty cents), for the registration fees.

Should you have any questions regarding these Articles of Incorporation, please call me at (954) 485-8742, or write me at the above address.

Thank you for your cooperation.

Sincerely Yours,



Roselyne N.K. Ukpai
(Incorporator)

**ARTICLES OF INCORPORATION
OF
GALAXY GLOBAL ENGINEERING GROUP, INC.**

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ARTICLE I

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of the corporation shall be:

GALAXY GLOBAL ENGINEERING GROUP, INC.

ARTICLE II

NATURE OF CORPORATE BUSINESS

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

ARTICLE III

CAPITAL STOCK

The Corporation shall be authorized to have a maximum of One Thousand (1,000) shares of stocks outstanding at any given time. The shares of stock authorized shall have a par value of One Dollar (\$1.00). The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The Corporation is to exist perpetually. The Corporate existence of this Corporation shall begin at the time of filing of these Articles of Incorporation by the State of Florida.

Prepared by: Roselyne N.K. Ukpai
4700 NW 12th Court
Ft. Lauderdale, Florida 33313

ARTICLES OF INCORPORATION OF GALAXY GLOBAL ENGINEERING GROUP, INC.

ARTICLE V

PRINCIPAL OFFICE AND REGISTERED AGENT

The initial principal place of business and mailing address of this Corporation in the State of Florida shall be:

12130 SW 31 Street
Miami, Florida 33173

The Board of Directors may from time to time move the principal office of this Corporation to any other address in Florida.

The name, address, and office of the Registered Agent of the Corporation is:

Roselyne N.K. Ukpai
4700 NW 12th Court
Ft. Lauderdale, Florida 33313

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent, and will act to keeping open said office.

By: _____


Signature of Registered Agent

ARTICLE VI

DIRECTORS

This Corporation shall have three Directors initially. The number of Directors may be increased or determined from time to time, by the By-Laws adopted by the stockholders.

ARTICLES OF INCORPORATION OF GALAXY GLOBAL ENGINEERING GROUP, INC.

ARTICLE VII

BOARD OF DIRECTORS

The names and titles of the Board of Directors and the state of Corporate officers are as follows:

Alejandro San Roman, President / Director
Esin Daniel Abia, Vice President / Director
Roselyne N.K. Ukpai, Secretary / Treasurer / Director

ARTICLE VIII

INCORPORATOR(S)

The names and addresses of the Incorporator(s) to these Articles of Incorporation are as follows:

Alejandro San Roman
12130 SW 31 Street
Miami, Florida 33173

Esin Daniel Abia
19210 NW 10 Avenue
Miami, Florida 33169

Roselyne N.K. Ukpai
4700 NW 12th Court
Lauderhill, Florida 33313

ARTICLE IX

PRENUPTIAL RIGHTS

Should any Stockholder wish to dispose of his stock it shall first be offered to the remaining Stockholders, at a price no greater than a bonafide offer by any fourth persons and said shall be available for a period of Ninety (90) days to such remaining Stockholders. In the event that any of the stock is not purchased by any of the remaining Stockholders within Ninety (90) days of the offer, said stock may then be sold by the Stockholder to a Fourth Person approved by the other Stockholders.

ARTICLES OF INCORPORATION OF GALAXY GLOBAL ENGINEERING GROUP, INC.

ARTICLE X
AMENDMENTS

FILED

The Articles of Incorporation may be amended in the manner provided in the By-Laws. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at the Stockholders meeting by a majority of the stockholders entitled to vote thereon.

ARTICLE XIII
ISSUANCE OF STOCK

IN WITNESS WHEREOF, I have subscribed my name this 29 day
of June 2004.


ALEJANDRO SAN ROMAN
(President)


ESIN DANIEL ABIA
(Vice President)


ROSELYNE N.K. UKPAI
(Secretary/Treasurer)

STATE OF FLORIDA

SS:

COUNTY OF MIAMI-DADE

BEFORE ME personally appeared, *Roselyne N. Kalu Ukpai*, Known to me to be the persons described in, and who executed the foregoing Articles of Incorporation, and acknowledge before me that they executed the same freely and voluntarily for the purposes herein stated.

WITNESS my hand and official seal at Miami-Dade County,

Florida, this 29 day of JUNE 2004.

MY Commission expires:

MAY-7-2006


NOTARY PUBLIC, STATE OF FLORIDA

