

P040001543B

T. A. Bowdoin

(Requestor's Name)

13 S. Calhoun St.

(Address)

Quincy, FL ?

(Address)

Quincy, FL 32351 {850 627-2206

(City/State/Zip/Phone #)



PICK-UP



WAIT



MAIL

GPS Development and Manufacturing, Inc.

(Business Entity Name)

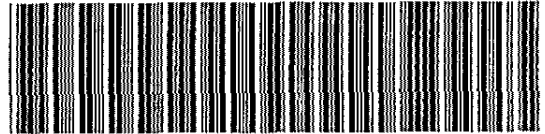
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**ARTICLES OF INCORPORATION
OF
GPS DEVELOPMENT AND MANUFACTURING, INC.**

The undersigned natural person, of legal age, acting as Incorporator under the provisions of Chapter 607, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I
Name and Address of Corporation

The name of this Corporation shall be **GPS DEVELOPMENT AND MANUFACTURING, INC.**, and its principal office and mailing address is 13 S. Calhoun Street, Quincy, FL 32351.

ARTICLE II
Purposes

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

ARTICLE III
Stock Clause

The aggregate number of shares of stock which this Corporation shall have authority to issue shall be Ten Million (10,000,000) shares of common stock, all of one class at Fifty Cents (.50¢) par value per share.

ARTICLE IV
Duration

The Corporation shall have perpetual existence.

ARTICLE V
Initial Registered Office and Agent

The address of this Corporation's initial registered office is 13 S. Calhoun Street, Quincy, Florida 32351, and the name of its initial registered agent at said address is Thomas A. Bowdoin.

ARTICLE VI
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and address of the Incorporator is as follows:

Name	Address
Richard Smith	13 S. Calhoun Street Quincy, Florida 32351

ARTICLE VII
Board of Directors

The business of the Corporation shall be managed initially by a board of one (1) director. The number of directors may be, as provided in the By-Laws, increased, but shall never be less than one (1) director. The name and address of the director constituting the initial board is:

Name	Address
Richard Smith	13 S. Calhoun Street Quincy, Florida 32351

ARTICLE VIII
Effective Date

The date that corporate existence shall begin shall be upon filing by the Secretary of State. This election is pursuant to Section 607.0123, Florida Statutes.

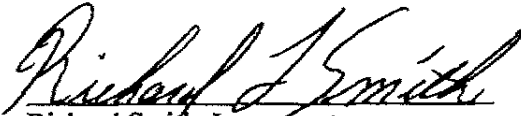
ARTICLE IV
Fiscal Year

The accounting period which this Corporation intends to establish as its first fiscal year for federal and state purposes shall be the fiscal year ending on the last day of December, 2004.

ARTICLE X
By-Laws

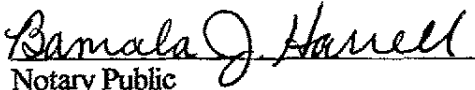
By-Laws of this Corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the By-Laws.

IN WITNESS WHEREOF, the undersigned, being the sole Incorporators of this Corporation, execute these Articles of Incorporation and certifies to the truth of the facts herein stated in the State of Florida, this 8th day of November, 2004.


Richard Smith, Incorporator
5530-752-53-469-0

State of Florida
County of Baldwin

The foregoing Articles of Incorporation of GPS DEVELOPMENT AND MANUFACTURING, INC., was acknowledged before me this 8 day of November, 2004, by Richard Smith.


Notary Public



Bamala J Harrell
My Commission DD367156
Expires October 31 2008

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/OFFICE**

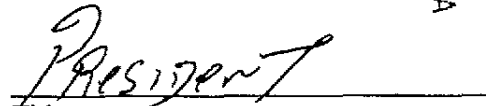
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is GPS DEVELOPMENT AND MANUFACTURING, INC.
2. The name and address of the registered agent and office is:

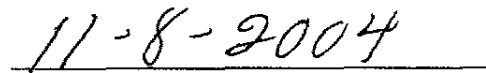
Thomas A. Bowdoin
13 S. Calhoun Street
Quincy, Florida 32351



Signature (Corporate Officer)



Title



Date

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT OF 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.



Signature



Date

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