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Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850)205-0381

## From:

Account Name : A1 BUSINESS, LICENSES & MORE, INC.  
Account Number : I20040000126  
Phone : (305)418-4744  
Fax Number : (305)418-4721

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TALLAHASSEE, FLORIDA

## FLORIDA PROFIT CORPORATION OR P.A.

## G&amp;G AMERICA ENTERPRISES CORP.

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ARTICLES OF INCORPORATION  
OF  
G&G AMERICA ENTERPRISES CORP.

THE UNDERSIGNED has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the law of the State of Florida.

ARTICLE I

The name of this corporation shall be:

G&G AMERICA ENTERPRISES CORP.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purpose proposed to be transacted and carried on by this corporation are to do any and all of the things, as fully and to the same extent as natural persons might do, viz:

PREPARED BY: AI BUSINESS, LICENSES AND MORE, INC.  
4711 NW 79<sup>TH</sup> AVE - SUIT 27 A  
MIAMI FL 33166  
PH: 305-418 4744 FAX: 305-418-4721

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TALLAHASSEE, FLORIDA

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Transact any and all lawful business.

(1) Said corporation shall further have powers:

To have perpetual succession by its corporate name,

**G&G AMERICA ENTERPRISES CORP.**

**ARTICLE IV**

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 50 shares, having an individual par value of US\$10.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

**ARTICLE V**

The name and street address of the initial Registered Agent of this corporation shall be:

FELIX GARCIA  
8033 NW 36 STREET, SUITE 540  
MIAMI FL. 33166

The principal office address of the Corporation shall be:

8033 NW 36 STREET SUITE 540  
MIAMI FL. 33166

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ARTICLE VI

The initial Board of Director and Shareholder shall be composed by TWO people whose names and address are:

FELIX GARCIA  
8033 NW 36 STREET  
SUITE 540 MIAMI FL. 33166

PRESIDENT

50% HAREHOLDER

JOSE GARCIA  
8033 NW 36 STREET  
SUITE 540 MIAMI FL. 33166

V. PRESIDENTE

50% SHAREHOLDER

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

FELIX GARCIA  
8033 NW 36 STREET, SUITE 540  
MIAMI FL. 33166

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25<sup>TH</sup> day of January, 2005.

A handwritten signature in black ink, appearing to read 'Felix Garcia', is written over a horizontal line.

Felix Garcia  
President

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

Pursuant to the provision of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the law 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:


**G&G AMERICA ENTERPRISES CORP.**

2. The name and address of the Registered Agent and office is:

**FELIX GARCIA  
8033 NW 36 STREET, SUITE 540  
MIAMI FL. 33166**

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 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.

SIGNATURE: \_\_\_\_\_

  
FELIX GARCIA  
PRESIDENT

DATE: January 25<sup>TH</sup>, 2005

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