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**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 Fax (850) 222-1666

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FILING Articles

GMAU Investments Group Inc.
(CORPORATE NAME & DOCUMENT #)

(CORPORATE NAME & DOCUMENT #)

(CORPORATE NAME & DOCUMENT #)

(CORPORATE NAME & DOCUMENT #)

(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

**ARTICLES OF INCORPORATION
OF
GMAY INVESTMENTS GROUP INC.**

FILED
05 JAN 26 PM 12:59
TALLAHASSEE, FLORIDA

**The undersigned incorporator to these Articles of Incorporation, a natural person
Competent to contract, hereby forms a corporation under the laws of the state of
Florida.**

ARTICLE I

The name of this corporation is: GMAY INVESTMENTS GROUP INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is:

**To engage in any activity or business permitted under the laws of the United
States**

And of this state.

**To the same extent as natural persons might or could do, to purchase or
otherwise**

**Acquire, and to hold , own, maintain, work, develop, sell. Lease, exchange, hire,
convey,**

**Mortgage or otherwise to dispose of and deal in, lands and leaseholds, and any
interest,**

Estate, and rights in real property, and personal or mixed property, and franchises,

**Rights, licenses or privileges necessary, convenient appropriate for any of the
purposes Herein expressed.**

**To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge,
sell,**

Assign, transfer, or otherwise to dispose of, and to invest in, deal in and with, goods,

Wares, merchandise, real and personal property, and services of every class, kind and

Description, now or hereafter permitted by law.

To conduct business in, have one or more offices in and to buy, hold, mortgage, sell, Convey, lease, or otherwise to dispose of real and personal property. Including Franchises, patents, copyrights, trademarks, and licenses, in the State of Florida, and in All other states and countries.

To contract debts and borrow money, issue and sell pledge bonds, debentures, notes

And other evidences of indebtedness, and to execute such mortgages, transfers of Corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same

or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise

acquire or dispose of the shares of the capital stock of, or any bonds, securities, or

other evidences of indebtedness created by any other corporation of the State of

Florida, or any other state or government, and while owner of such stock to exercise all

Rights, powers and privileges of ownership, including the right to vote such stock.

To exercise all the powers now granted to this type of corporation under Florida law,

And all powers subsequently authorized or granted by law to private corporations.

The foregoing clauses shall be construed both as objects and powers, and it is

Hereby expressly provided that the foregoing enumeration of specific powers shall not

Be held to limit or restrict in any manner the powers of this corporation.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have

Outstanding at any one time is:

**100,000 Shares of Common Stock of
par value of \$1.00 per share.**

The shareholders shall have preemptive rights.

Cumulative voting shall not be permitted.

The shareholders may, by by-law provision or by written shareholders' agreement, impose such restrictions on the sale, transfer, or encumbrance of the stock of this Corporation as they may see fit.

ARTICLE IV

This Corporation is to exist perpetually, and its corporate existence shall begin upon filing.

ARTICLE V

The Board of Directors may from time to time move the principal office to any other

Address in Florida. The initial address of the principal office of this corporation in the

State of Florida is:

6903 MERRIL ROAD JACKSONVILLE, FLORIDA 32277

ARTICLE VI

The number of directors may be increased or diminished from time to time by By-laws adopted by the Stockholders, but shall never be less than one. Initially, the Number of directors shall be Two:

ARTICLE VII

The name and post office address of the members of the first Board of Directors

Are:

<u>Name</u>	<u>Address</u>
Micheal A. Scott CEO/PRESIDENT/TREASURER	6903 Merril Road Jacksonville, Florida 32277
Henny Brown CFO/Vice President	6903 Merrill Road Jacksonville, Florida 32277

ARTICLE VIII

The name and post office address of each incorporator to these Articles of

Incorporation:

<u>Name</u>	<u>Address</u>
Michael A. Scott	6903 Merrill Road Jacksonville, Florida 32277

ARTICLES IX

The corporation shall indemnify any and all persons who may serve or who have Served at any time as directors or officers, or who at the request of the Board of Directors of the corporation may serve or at any time have served as directors or Officers of another corporation in which the corporation at such time owned or may Own shares of stock of which it was or may be a creditor, and their respective heirs, Administrators, successors and assigns, against any and all expenses, including Amounts paid upon judgment, counsel fees, and amounts paid in settlement (before or After suit is commenced), actually and necessarily incurred by such persons in Connection with the defense or settlement of any claim, action, suit, or proceeding in Which they, or any of them, are made parties, or a party, or which may be asserted

Against them or any of them, by reason of being or having been directors or officers or

A director or officer of the corporation, or of such other corporation, except in relation

To matters as to which any such director or officer or former director or officer or

Person shall be adjudged in any action, suit, or proceeding to be liable for his own

Negligence or misconduct in the performance of his duty. Such indemnification shall be

In addition to any other rights to which those indemnified may be entitled under any

Law, by-law, agreement, vote of stockholders, or otherwise, and the corporation shall indemnify any officer or director, or ant former officer or director, to the full extent

permitted by law.

ARTICLE X

The Principal Office shall be 6903 Merrill Road, Jacksonville Florida 32277, Registered agent address is 1125-1 Cesery Blvd., Jacksonville, Florida 32211. Who is Rowland V. Williams

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law.

Every amendment shall be approved by the holder or holders of a majority of the stock

Entitled to vote thereon.



Michael A. Scott, Incorporator

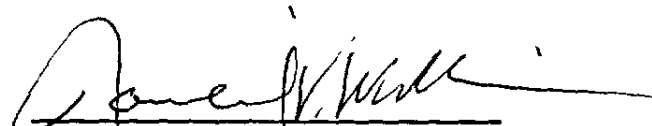
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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

**ACKNOWLEDGEMENT AND ACCEPTANCE OF
REGISTERED AGENT**

**I hereby am familiar with and accept the duties and responsibilities as
Registered agent for said corporation.**



Rowland V. Williams