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**FLORIDA PROFIT CORPORATION OR P.A.**

**GLOBAL EMPLOYEE MANAGEMENT INC.**

Certificate of Status	0
Certified Copy	1
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## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida Corporation is:  
**GLOBAL EMPLOYEE MANAGEMENT INC.**

### Article II. Address

The Corporation's mailing address is:  
**MARC ISSOTT  
606 N DYER BLVD.  
KISSIMMEE, FL 34741**

### Article III. Registered Agent

The name and address of the Corporation's registered agent is:  
**MARC ISSOTT  
606 N DYER BLVD.  
KISSIMMEE, FL 34741**

### Article IV. Board of Directors

The name and address of each member of the Corporation's Board of Directors is:  
**MARC ISSOTT  
606 N DYER BLVD.  
KISSIMMEE, FL 34741**

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

American Incorporators Ltd.  
1220 North Market Street, Suite 808  
Wilmington, DE 19801  
800-421-2661

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Article V. Capital Stock

The Corporation shall have the authority to issue 1500 shares of common stock with no par value.

Article VI. Incorporator

The name and address of the incorporator is:

Mary Lyde Esposito  
1220 Market Street  
Suite 808  
Wilmington, DE 19801

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin upon filing of this document.

The undersigned incorporator executed these Articles of Incorporation on February 24, 2005.

  
Mary Lyde Esposito  
Incorporator

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**  
**GLOBAL EMPLOYEE MANAGEMENT INC.**

**REGISTERED AGENT/OFFICE**  
**MARC ISSOTT**  
**606 N DYER BLVD.**  
**KISSIMMEE, FL 34741**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

s/ Marc Issott  
Signature of Agent

Date: February 23, 2005

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