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W05-35720

LAW OFFICES

**JOEL A. SAVITT**

PROFESSIONAL ASSOCIATION

SUITE 506 • 20801 BISCAYNE BOULEVARD  
AVENTURA, FLORIDA 33180-1430

JOEL A. SAVITT

TELEPHONE (305) 936-8844  
FAX (305) 936-1804

**VIA FEDERAL EXPRESS**

July 25, 2005

New Filings Section  
Florida Department of State  
Division of Corporations  
George Firestone Building  
409 East Gaines Street  
Tallahassee, Florida 32399

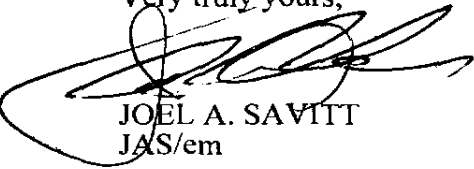
Re: Gasa Corporation  
Our File No. 05-127

Gentlemen:

Enclosed please find the original and a copy of the proposed Articles of Incorporation for "Gasa Corporation" together with a check in the amount of \$78.75.

This check represents the cost of the filing fees, a certified copy of the Articles of Incorporation and fee for the Registered Agent Designation for this corporation.

Very truly yours,



JOEL A. SAVITT  
JAS/em

Enclosures as stated

**ARTICLES OF INCORPORATION**  
**OF**  
**GASA CORPORATION**

I, the undersigned, for the purpose of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

**ARTICLE I**  
**NAME**

The name of this corporation is GASA CORPORATION

**ARTICLE II**  
**BUSINESS ADDRESS**

The business address of this corporation is:

1981 N.E. 153<sup>rd</sup> Street  
North Miami Beach, Florida 33162

**ARTICLE III**  
**DURATION**

This corporation shall have perpetual existence commencing on the date of signing of the Articles of Incorporation by the Incorporator herein.

**ARTICLE IV**  
**PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE V**  
**CAPITAL STOCK**

This corporation is authorized to issue One Thousand (1,000) shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares."

**ARTICLE VI**  
**VOTING RIGHTS**

Each share of common stock of this corporation shall entitle the holder of record thereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

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**ARTICLE VII**  
**PREEMPTIVE RIGHTS**

There shall be no preemptive rights in any stock herein issued or hereafter issued.

**ARTICLE VIII**  
**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of this corporation is 20801 Biscayne Boulevard, Suite 506, Aventura, Florida 33180, and the name of the initial registered agent of this corporation is Joel A. Savitt.

**ARTICLE IX**  
**INITIAL BOARD OF DIRECTORS AND OFFICERS**

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but never less than one (1). The name and address of the initial directors and officers of this corporation are:

Sandro Mastella - Director, President and Secretary  
1981 N.E. 153<sup>rd</sup> Street  
North Miami Beach, Florida 33162


Gabriel Toiberman - Director, Vice-President and Treasurer  
1981 N.E. 153<sup>rd</sup> Street  
North Miami Beach, Florida 33162

**ARTICLE X**  
**INCORPORATOR**

The name and address of the Incorporator is:

Joel A. Savitt  
20801 Biscayne Blvd., Suite 506  
Aventura, Florida 33180

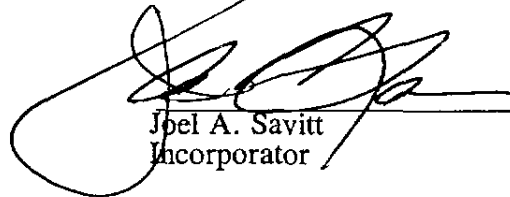
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation  
on this 25<sup>th</sup> day of July, 2005.

  
\_\_\_\_\_  
Joel A. Savitt  
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

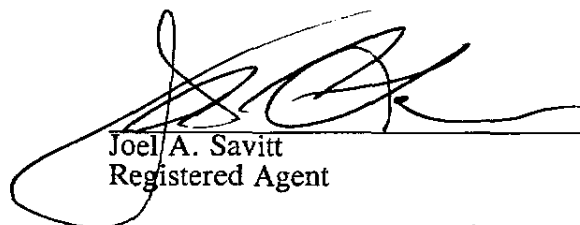
In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That GASA CORPORATION desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1981 N.E. 153<sup>rd</sup> Street, North Miami Beach, Florida 33162, names Joel A. Savitt, located at 20801 Biscayne Blvd., Suite 506, Aventura, Florida 33180, as its agent to accept service of process within the State of Florida.

  
Joel A. Savitt  
Incorporator

Dated: July 25, 2005

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
Joel A. Savitt  
Registered Agent

Dated: July 25, 2005

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