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FLORIDA PROFIT CORPORATION OR P.A.

G.C.S. USA, INC.

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December 21, 2005

FLORIDA DEPARTMENT OF STATE
Division of Corporations

BERRIZ & GIRALDO P.A.

SUBJECT: G.C.S., INC.
REF: W05000056007

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is K16030 - GCS CORPORATION.

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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ARTICLES OF INCORPORATION

OF

G.C.S. USA, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above name corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporate, 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.C.S. USA, INC.

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 purposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:
To have perpetual succession by its corporate

name:

G.C.S. USA, INC.

BERRIZ & GIRALDO P.A.
4080 SW 84 AVE SUITE C
MIAMI, FL 33155
(305) 485-9300

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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 \$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 street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be:

**OSWALDO VALAREZO
16765 NW 67 AVE SUITE 201
HIALEAH, FL. 33014**

The principal office shall be:

**16765 NW 67 AVE SUITE 201
HIALEAH, FL. 33014**

The mailing address shall be:

**P.O. BOX 5198
HIALEAH, FL 33014**

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ARTICLE VI

The initial Board of Directors shall consist of a total of **ONE(01)** person, and the name and address of the person who is to serve as an initial director is:

OSWALDO VALAREZO
16765 NW 87 AVE SUITE 201
HIALEAH, FL. 33014

PRESIDENT

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

OSWALDO VALAREZO
16765 NW 87 AVE SUITE 201
HIALEAH, FL. 33014

IN WITNESS WHEREOF, the undersigned incorporator has (ve) executed these Articles of Incorporation this 20 DECEMBER 2005.



OSWALDO VALAREZO

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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 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:

G.C.S. USA, INC.

2. The Name and Address of the registered agent and office is

**OSWALDO VALAREZO
16765 NW 67 AVE SUITE 201
HIALEAH, FL. 33014**

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


Dated: DECEMBER 20, 2005.

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