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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

06/27-29935

**COVER LETTER**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** GPA Technology, Corp.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

**FROM:** Gabriel A. Villalobos

Name (Printed or typed)

13722 Lagoon Isle Way #103

Address

Orlando, Florida 32824-5125

City, State & Zip

(407) 569.75.16

Daytime Telephone number

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TALLAHASSEE, FLORIDA

**NOTE: Please provide the original and one copy of the articles.**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 25, 2007

GABRIEL A VILLALOBOS  
13722 LAGOON ISLE WAY  
#103  
ORLANDO, FL 32824-5125

SUBJECT: GPA TECHNOLOGY, CORP.  
Ref. Number: W07000029935

We have received your document for GPA TECHNOLOGY, CORP. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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

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.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap  
Regulatory Specialist  
New Filing Section

Letter Number: 607A00041546

**ARTICLES OF INCORPORATION**  
**OF**  
**GPA TECHNOLOGY & SYSTEMS, CORPORATION**

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7891  
5 P 12: 51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned certify that we have associated ourselves together for the purpose of becoming a corporation under Florida Corporation Act, in compliance with Chapter 607 and/or Chapter 621, F.S. (Profit), adopts the following Articles of Incorporation for such corporation:

**Article I**

**Name and Principal Place of Business**

The name of the corporation shall be **GPA Technology & Systems, Corporation**, and its principal office and mailing address shall be located at 13722 Lagoon Isle Way 103, Orlando, Florida 32824-5125, County of Orange, State of Florida but it shall have the power and authority to establish branch office at any other place or places as the members designate.

**Article II**

**Purpose of Corporation**

The general nature of the business or businesses to be transacted by said corporation shall be as follows:

1. To buy, sell, lease, trade, distribute, import, export and deal in with computers, electronics, communications and telecommunications equipment and accesories; to carry on such business as wholesalers, retailers, importers and exporters, to acquire all such merchandise, supplies, materials and other articles as shall be necessary of incidental to such business.
2. To create, develop, maintain, adapt, support and deal in with computer systems, programs, applications and technologies which can be applied to any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, which enhances the operations of such organizations.
3. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel or rescind any of such contracts.
4. To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

**Article III**

**Corporate Capitalization**

1. The number of shares that the Corporation shall have the authority to issue is one thousand (1,000) shares of common stock with a par value of \$0.10 per share.
2. No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertibles securities of any nature; provided, however that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with issuance.

3. The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertibles into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
4. The Board of Directors of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

#### **Article IV** **Board of Directors**

This Corporation shall have as directors those persons who are designed in this article below. The Board of Directors of the Corporation may be either increased or decreased from time to time by the bylaws, but shall never be less than two (2) nor more than five (5). The Directors need to be stockholders. The Directors(s) of the Corporation shall be:

Gabriel A. Villalobos  
Paola I. Gotera

whose addresses shall be the same as the principal office of the Corporation.

#### **Article V** **Officers**

The officers of the Corporation shall be:

President:	Gabriel A. Villalobos
Vice - President:	Paola I. Gotera
Secretary:	Gabriel A. Villalobos
Treasury:	Paola I. Gotera

whose addresses shall be the same as the principal office of the Corporation.

#### **Article VI** **Bylaws**

The Bylaws of this Corporation may be amended, altered, adopted or repealed by the Board of Directors.

#### **Article VII** **Term of Existence**

This Corporation shall have perpetual existence.

#### **Article VIII** **Incorporator**

The name and address of the incorporator is as follows:

Gabriel A. Villalobos  
13722 Lagoon Isle Way 103  
Orlando, Florida 32824-5125

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**Article IX**  
**Effective Date**

These Articles of Incorporation shall be effective immediatly upon approval of the Secretary of State, State of Florida.

**Article X**  
**Registered Office and Registered Agent**

The initial address of registered office of this Corporation is **13722 Lagoon Isle Way 103, Orlando, Florida 32824-5125, County of Orange, State of Florida**, and the name of the initial registered agent at the address is **Gabriel A. Villalobos**.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation this 20<sup>th</sup> day of JUNE, 2007

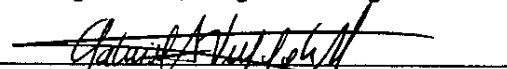
  
Gabriel A. Villalobos

\*\*\*\*\*

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

  
Signature / Registered Agent

06/20/2007  
Date

  
Signature / Incorporator

06/20/2007  
Date

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