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LAW OFFICE

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Division of Corporations

P11000034215

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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

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Account Name : LAW OFFICE OF RAWNY GARAY, P.A.
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FLORIDA PROFIT/NON PROFIT CORPORATION

G & M Company USA Inc

Certificate of Status	0
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Page Count	03
Estimated Charge	\$70.00

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DIVISION OF CORPORATIONS

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April 6, 2011

FLORIDA DEPARTMENT OF STATE

LAW OFFICE OF RAWNY GARAY, P.A. Division of Corporations

SUBJECT: G & M COMPANY USA INC.
REF: W11000019368

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and ~~retransmit~~ 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.

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.

The document number of the name conflict is P090000096714 (GM USA INC.).

If you have any further questions concerning your document, please call (850) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

FAX Aud. #: H11000088496
Letter Number: 411A00008314

ARTICLES OF INCORPORATION
OF

G & M Distributors USA, Inc.

CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS

G & M Distributors USA, Inc.
10250 NW 89TH AVENUE
MEDLEY FL 33178-1480

ARTICLE II
CORPORATE EXISTENCE

The existence of the corporation shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Florida Department of State.

ARTICLE III
NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV
CAPITAL STOCK

This Corporation is authorized to issue a maximum of one hundred (100) shares of stock. The shares authorized shall be common stock, having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Rawny Garay, Esq.
1831 Southwest 27th Avenue
Miami, FL 33145-2419

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11 APR -6 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time according to the by-laws, but shall never be less than one. The name and address of the initial director of this Corporation is:

NAME & ADDRESS

Antonino Pagano Garigali
10250 NW 89TH AVENUE
MEDLEY FL 33178-1480

The members of this Board of Directors shall hold office until the first annual meeting of stockholders of the Corporation.


ARTICLE VII
INCORPORATOR

The name and post office of the Incorporator executing these Articles of Incorporation is as follows:

INCORPORATOR & ADDRESS

Rawny Garay, Esq.
1831 Southwest 27th Avenue
Miami, FL 33145-2419

The undersigned, being the original subscriber to these Articles of Incorporation, for the purpose of forming a Corporation for profit and to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and, accordingly, has hereunto set his hand and seal this 1 day of APRIL, 2011.



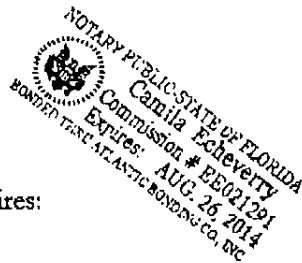
Rawny Garay, Esq.

STATE OF FLORIDA)
) SS
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, duly authorized in the State of Florida, County of MIAMI-DADE to take acknowledgments, personally appeared **Rawny Garay, Esq.**, the person described as Incorporator in the foregoing Articles of Incorporation who presented the following identification:

personally appeared

WITNESS my hand and seal at Miami-Dade County, Florida this 1 day of APRIL, 2011.



Camila Echeverry
Notary Public
State of Florida

My Commission expires:

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CLERK OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED
AGENT FOR SERVICE OF PROCESS**

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates
Rawny Garay, Esq., as its registered Agent to accept service of process within this State.

Rawny Garay
Rawny Garay, Esq.

The undersigned hereby accepts the foregoing designation as Registered Agent for service of process within the State of Florida, and agrees to comply with the provisions of the law applicable to said designation.

Rawny Garay
Rawny Garay, Esq.