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Electronic Filing Menu

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Help

#### H110001260193

#### ARTICLES OF INCORPORATION

OF

#### GT MEXICO, INC.

#### ARTICLE I

The name of this corporation is GT Mexico, Inc. (the "Corporation").

# ARTICLE II

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act (the "Act").

#### ARTICLE III

The address of the principal office and the mailing address of the office of the Corporation is c/o Greenberg Traurig, P.A., 333 Avenue of the Americas, Miami, Florida 33131.

#### **ARTICLE IV**

The capital stock authorized, the par value thereof, and the characteristics of such stock of the Corporation shall be as follows:

Number of Shares

Authorized 1,000 Par Value Per Share

\$0.01

Class of Stock

Common

#### **ARTICLE V**

The street address of the Corporation's initial registered office is 515 East Park Avenue Tallahassee, FL 32301, and the name of its initial registered agent at such office is NRAl Services, Inc.

## **ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws, who will serve as the Corporation's director until successors are duly elected and qualified.

#### **ARTICLE VII**

A director or officer of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, except for liability (i) for any breach of the director's or officer's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve

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intentional misconduct or a knowing violation of law, (iii) under Section 607.0834 of the Act, as the same exists or hereafter may be amended, (iv) for violation of a criminal law, unless the director or officer had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful or (v) for any transaction from which the director or officer derived an improper personal benefit.

## **ARTICLE VIII**

The name of the Incorporator is Debra Palmisano, and the address of the Incorporator is c/o Greenberg Traurig, P.A., 333 Avenue of the Americas, Miami, FL 33131.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this & day of May, 2011.

Debra Palmisano, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORID

2

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## **ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named as Registered Agent and to accept service of process for GT Mexico, Inc., at the place designated in these Articles of Incorporation, hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent, as provided in Florida Statutes Section 607.0505.

Dated this 6th day of May, 2011

NRAI Services, Inc.

Name: Katie Wonsch

Title: Assistant Secretary

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