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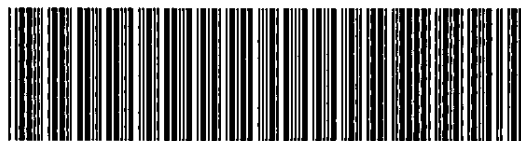
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## COVER LETTER

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

**SUBJECT:** GSB North America, Inc.

(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: Jacob C. Dykxhoorn

Name (Printed or typed)

P.O. Box 1079

Address

Lake Wales, FL 33859-1079

City, State & Zip

863-676-7611

Daytime Telephone number

edward.roy@sympatico.ca

E-mail address: (to be used for future annual report notification)

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

## ARTICLES OF INCORPORATION

of

### **GSB NORTH AMERICA, INC.** (a corporation for profit)

The undersigned, for the purpose of forming a corporation for profit under the provisions of the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation.

#### **ARTICLE I** **NAME**

The name of this corporation is **GSB North America, Inc.**

#### **ARTICLE II** **DURATION**

This corporation shall have perpetual duration. The corporate existence shall begin with the date and time of the filing of these Articles of Incorporation by the Florida Department of State.

#### **ARTICLE III** **PURPOSES AND POWERS**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

The corporation shall have all the rights, privileges and powers now or hereafter available to corporations for profit under the laws of the State of Florida.

#### **ARTICLE IV** **AUTHORIZED SHARES**

The aggregate number of shares which the corporation is authorized to issue is **One Thousand (1,000) shares** of common stock. Such shares shall consist of one class only and shall have a par value of \$1.00 per share.

#### **ARTICLE V** **PRINCIPAL OFFICE**

The street address of the corporation's initial principal office shall be **600 Cagan Park Ave, Suite 8, Clermont, FL 34714** and the corporation's initial mailing address shall be **109 Ambersweet Way, Box 401, Davenport, FL 33897**.

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**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office is **100 West Stuart Avenue, Lake Wales, FL 33853**, and the name of its initial registered agent at that office is **Jacob C. Dykxhoorn**.

**ARTICLE VII**  
**MANAGEMENT OF THE CORPORATION'S AFFAIRS**

All corporate powers shall be exercised by, or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors of the corporation.

**ARTICLE VIII**  
**OFFICERS**

The officers of the corporation shall consist of a president, a vice president, a treasurer, a secretary, and such other officers as may be authorized by the bylaws. The officers shall be elected by the board of directors. An officer need not be a resident of the State of Florida nor a shareholder of the corporation.

**ARTICLE IX**  
**INITIAL OFFICERS**

The names of the persons who shall serve as officers of the corporation until the first election of officers by the board of directors are as follows:

President:	<b>Edward C. Roy</b>
Vice President:	<b>Christopher S. Roy</b>
Vice President:	<b>Bettina R.A. Goschler</b>
Secretary:	<b>Bettina R.A. Goschler</b>
Treasurer:	<b>Bettina R.A. Goschler</b>

**ARTICLE X**  
**BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of the corporation shall be **three** (3). The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one. Members of the board of directors need not be residents of the State of Florida nor shareholders of the corporation. The directors shall be elected at the first annual shareholders' meeting and at each annual shareholders' meeting thereafter, and shall hold office, in the manner set forth in the bylaws. Directors shall be removed and vacancies filled in the manner provided in the bylaws.

The name and address of each person who shall serve as a member of the initial board of directors are as follows:

**Edward C. Roy**  
**109 Ambersweet Way, Box 401**  
**Davenport, FL 33897**

**Christopher S. Roy**  
**109 Ambersweet Way, Box 401**  
**Davenport, FL 33897**

**Bettina R.A. Goschler**  
**109 Ambersweet Way, Box 401**  
**Davenport, FL 33897**

**ARTICLE XI**  
**NAMES AND ADDRESSES OF INCORPORATORS**

The name and address of the incorporator of this corporation are as follows:

**Edward C. Roy**  
**109 Ambersweet Way, Box 401**  
**Davenport, FL 33897**

**ARTICLE XII**  
**BYLAWS**

The initial bylaws for the corporation shall be made and adopted by the board of directors of the corporation and may thereafter be amended, altered, or rescinded only in accordance with the provisions of the bylaws or the Florida Business Corporation Act, or any successor thereto.

**ARTICLE XIII**  
**QUORUM AT SHAREHOLDERS' MEETING**

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders of the corporation.

**ARTICLE XIV**  
**AMENDMENT OF ARTICLES**


The corporation reserves the right to amend these Articles of Incorporation, from time to time, in any and as many respects as may be desired, in accordance with the manners and procedures provided by the Florida Business Corporation Act, or any successor thereto.


.....

In witness whereof, the undersigned, for the purpose of forming this corporation for profit under the laws of the State of Florida, has executed these Articles of Incorporation this July 16, 2011.

Signed, sealed and delivered  
in the presence of:

  
Print Name: MAUREEN HORNE

  
Edward C. Roy

  
Print Name: ISIDRO CUEVA

### ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for **GSB North America, Inc.**, at the place designated, 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 state that I am familiar with, and accept, the obligations of my position as registered agent.

Dated: July 20, 2011

  
Jacob C. Dykxhoorn

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