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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

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FLORIDA PROFIT/NON PROFIT CORPORATION GSM OVERSEAS CORP

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned Incorporator(s), for the purpose of forming a Profit Corporation under chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be:

GSM OVERSEAS CORP

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation shall be:

8321 SW 124 AVENUE, #105
MIAMI, FL 33183

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority issue is 100 shares common stock having \$1.00 individual par value.

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.

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

LEONARDO MENDEZ
8321 SW 124 AVENUE, #105
MIAMI, FL 33183

ARTICLE VII

The name and address of the board of directors shall be:

P
JOSE TOVAR
8321 SW 124 AVENUE, #105
MIAMI, FL 33183

VP
LEONARDO MENDEZ
AVE PRINCIPAL TOWNHOUSE 36
URBANIZACION LOS GUAYABITOS
ESTADO CARABOBO VENEZUELA

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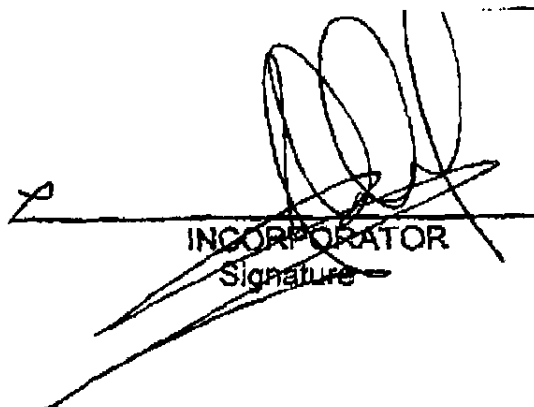
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ARTICLE VIII

The name and address of the incorporator(s) to these Article of Incorporation
Shall Be:

LEONARDO MENDEZ
AVE PRINCIPAL TOWNHOUSE 36
URBANIZACION LOS GUAYABITOS
ESTADO CARABOBO VENEZUELA

The undersigned has executed these Articles of Incorporation this 6TH Day
of DECEMBER, 2012.


INCORPORATOR
Signature

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

GSM OVERSEAS CORP

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in the articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



REGISTERED AGENT