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ATTORNEY AND COUNSELOR AT LAW
28 WEST FLAGLER STREET, SUITE 666
MIAMI, FLORIDA 33130

Telephone Number (305) 654-3555
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December 21, 1995

Florida Division of Corporations
Dept. of State
New Filing Section
Overnight Mail
409 E. Gaines Street
Tallahassee, Florida 32301

600001672026
-12/27/95--01061--001
****122.50 ****122.50

Re: Filing of enclosed G.W. U.S.A., INC.,
Articles of Incorporation

Dear New Filings Section,

Enclosed please find the original and one copy of Articles of Incorporation for G.W. U.S.A., INC., a check for payment of the filing fee in the amount of one hundred twenty two dollars and fifty cents, and a self addressed return envelope. Please return to me the enclosed copy of the Articles together with the certificate of filing in the self addressed return envelope.

Thank you.

Very Truly Yours,


Ramon Tourgeman, Esq.

JAN 4 1996 BSB

FILED
95 DEC 27 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
G.W. U.S.A., INC.**

The undersigned hereby associate together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of Florida, providing for the formation, liability, rights, privileges, and immunities of corporations for profit.

ARTICLE ONE

This corporation is organized and incorporated pursuant to Chapter 607 of the Florida Statutes.

ARTICLE TWO

The name of this corporation is G.W. U.S.A., INC.

ARTICLE THREE

The mailing address of this corporation is 12955 Biscayne Boulevard, Suite 406, Miami, Florida 33181.

ARTICLE FOUR

This corporation shall commence its existence upon the filing of these Articles of Incorporation with the Secretary of State for the State of Florida, and the duration of its existence shall be perpetual.

ARTICLE FIVE

This corporation is organized for the purpose(s) of conducting any business for profit that is permitted in the State of Florida.

ARTICLE SIX

The total number of shares of stock which the corporation has the authority to issue is three hundred.

The corporation is not authorized to issue any shares of stock other than common voting stock.

The shares of stock may be purchased with property, labor, services, stock in another corporation, or U.S. currency, provided that it is purchased at a just valuation as fixed by a minimum of four fifths of the Directors at an appropriately held meeting.

All Stock is to be issued as fully paid and exempt from all assessments.

ARTICLE SEVEN

The number of Directors shall be a minimum of two, and the number of directors may be limited by the bylaws. The initial board of directors shall consist of:

1. Raymond Evans
12955 Biscayne Boulevard, Suite 406
North Miami, Florida 33181

2. Simon Mundlak
12955 Biscayne Boulevard, Suite 406
N. Miami, Florida 33181

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE EIGHT

The corporation shall have four officer positions of President, Vice President, Treasurer, and Secretary. The Officers shall be appointed by the Directors each year immediately after the annual meeting of the shareholders.

Simon Mundlak is the initial President and Treasurer, Tzvi Feldman is the initial Vice President, and Raymond Evans is the initial Secretary.

ARTICLE NINE

The names and addresses of the Incorporators, and the number of shares held by each of them are:

<u>Name and Address</u>	<u>Number of Shares held</u>
1. Simon Mundlak 12955 Biscayne Boulevard, Suite 406 N. Miami, Florida 33181	100
2. Tzvi Feldman 12955 Biscayne Boulevard, Suite 406 N. Miami, Florida 33181	100
3. Raymond Evans 12955 Biscayne Boulevard, Suite 406 N. Miami, Florida 33181	100

ARTICLE TEN

The name and Street address of the registered Agent for this corporation is:

Simon Mundlak
12955 Biscayne Boulevard, Suite 406
N. Miami, Florida 33181

ARTICLE ELEVEN

The Board of Directors shall consist of a minimum of two persons, and the number of directors may be limited by the bylaws. Only shareholders shall be eligible to serve as Directors. If a director ceases to be a shareholder, then that Directors position on the board shall automatically be deemed to be vacant.

The affirmative vote of Board members that together own at least 200 shares is required to adopt any Board resolution or take any other Board action.

ARTICLE TWELVE

The affirmative vote of Shareholders that together hold at least two hundred shares is required for any shareholder action to pass.

ARTICLE THIRTEEN

All Notices of Meetings of shareholders or Directors shall be prepared and delivered in strict compliance with the Bylaws, and all Notices of Meetings shall include a description of the purpose or purposes for which the meeting is called.

ARTICLE FOURTEEN

The corporation shall indemnify and hold harmless any officer or director to the full extent permitted by law.

ARTICLE FIFTEEN

This corporation reserves the right to amend, or repeal these Amended Articles.

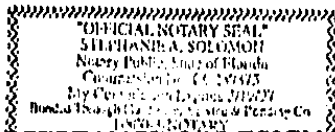
IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation this 21 day of December 1995.


SIMON MUNDLAK

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public Officer duly authorized to take oaths and acknowledgments in the aforesaid County and State, personally appeared SIMON MUNDLAK who is known to me personally to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the foregoing Articles of Incorporation.


IN WITNESS WHEREOF, I have hereunto set my official seal in the aforesaid State and County, this 21st day of December 1995.




NOTARY PUBLIC

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

I, SIMON MUNDLAK, having been named Resident Agent to accept service of process for the aforesaid corporation at the location designated in the foregoing Articles of Incorporation, hereby accept this position and designation, and I agree to comply with all pertinent statutory provisions relating to the proper and complete performance of my duties as Registered Agent.


SIMON MUNDLAK
12955 Biscayne Boulevard, Suite 406
N. Miami, Florida 33181

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996.
AMOUNT DUE ON DELINQ 07/96: \$228 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$378.)

PROFIT
CORPORATION
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Randall B. McArthur
Secretary of State
DIVISION OF CORPORATIONS

REINSTATEMENT 1996

FILED

96 OCT 21 AM 7:42

mwb
10/23/96

SECRETARY OF STATE



DOCUMENT # P96000000955 (0)

1. Corporation Name

G.W. U.S.A., INC.

Principal Place of Business

Mailing Address

12955 BISCAYNE BLVD
SUITE 408
N MIAMI FL 33181

12955 BISCAYNE BLVD
SUITE 408
N MIAMI FL 33181

2. Principal Place of Business

2a. Mailing Address

21

26

Suite, Apt. #, etc.

Suite, Apt. #, etc.

22

27

City & State

City & State

23

28

Zip

Country

Zip

Country

24

25

29

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9. Name and Address of Current Registered Agent

MUNDLAK, SIMON
12955 BISCAYNE BLVD
SUITE 408
MIAMI FL 33181

3. Date Incorporated or Qualified

3a. Date of Last Report

12/27/1995

4. FEI Number

☒ Applied For
☐ Not Applicable

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

\$5.00 May Be
Added to Fees

8. This corporation has liability for intangible tax under s. 199.032,
Florida Statutes

☐ Yes ☐ No

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

10/16/96

12. OFFICERS AND DIRECTORS

TITLE D
NAME EVANS, RAYMOND
STREET ADDRESS 12955 BISCAYNE BLVD SUITE 408
CITY-ST-ZIP N MIAMI FL 33181

☐ DELETE

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

☐ DELETE

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TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

☐ DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP

400001931084-3
-10/30/96--01109--014
***375.00 ***375.00

2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP

☐ Change ☐ Addition

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

☐ Change ☐ Addition

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

☐ Change ☐ Addition

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

☐ Change ☐ Addition

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY-ST-ZIP

☐ Change ☐ Addition

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

9/10/96

Date

(305) 849-9577

Day Phone #