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FAX: (904) 922-4000

PHONE: (305) 871-0008

FAX: (305) 871-0550

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GYP ELECTRONIC, INC.

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ARTICLES OF INCORPORATION

OF

GYP ELECTRONIC, INC.

The undersigned incorporator (s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt (s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

GYP ELECTRONIC, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7668 S.W. 152 AVENUE NO. 205
MIAMI, FLORIDA 33193

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is: 1000 SHARES, ONE DOLLAR PAR VALUE PER SHARE.

ARTICLE IV-PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which it already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares as the price at which it is offered to others.

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PREPARED BY: MIT PRODUCTS & SERVICE, INC.
6555 N.W. 36 St. Ste. 301
Miami, Fl. 33166
Phone (305) 871-0008

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ARTICLE V-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

HILMAR HELENA OROZCO
7668 S.W. 152 AVENUE NO. 205
MIAMI, FLORIDA 33193

ARTICLE VIINITIAL BOARD OF DIRECTOR(S)

This corporation shall have (2) (two) directors initially, The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name(s) and address(es) of the initial director(s) on this corporation is (are):

EURO ANGEL GUERRERO VAZQUEZ
AVENIDA 13 # 67-63
QUINTA RUTH CRISTINA
MARACAIBO, ESTADO ZULIA

EURO GUILLERMO GUERRERO PRIETO
AVENIDA 15-D1 # 18-13
URBANIZACION LAGO MAR BEACH
MARACAIBO, ESTADO ZULIA

ARTICLE VIIOFFICER(S) AND SUBSCRIBER(S)

The officer(s) and subscriber(s) of this corporation is as follow:

EURO ANGEL GUERRERO VAZQUEZ	PRESIDENT/DIRECTOR	100 SHARES
EURO GUILLERMO GUERRERO PRIETO	SECRETARY/DIRECTOR	200 SHARES

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ARTICLE VIII

INCORPORATOR(S)

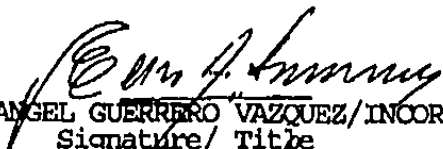
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

EURO ANGEL GUERRERO VAZQUEZ
AVENIDA 13 # 67-63
QUINTA RUTH CRISTINA
MARACAIBO, ESTADO ZULIA

EURO GUILLERMO GUERRERO PRIETO
AVENIDA 15-D1 # 18-13
URBANIZACION LAGO MAR BEACH
MARACAIBO, ESTADO ZULIA

HILMAR HELENA OROZCO
7668 S.W. 152 AVENUE NO. 205
MIAMI, FLORIDA 33193

The undersigned has (have) executed these Articles of Incorporation this
12TH Day of January, 1996


EURO ANGEL GUERRERO VAZQUEZ/INCORPORATOR
Signature/ Title


EURO GUILLERMO GUERRERO PRIETO/INCORPORATOR
Signature/ Title


HILMAR HELENA OROZCO/INCORPORATOR
Signature/ Title

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: GYP ELECTRONIC, INC.

The name and address of the registered agent and office is:

HILMAR HELENA OROZCO
(NAME)

7668 S.W. 152 AVENUE NO. 205
(ADDRESS)

MIAMI, FLORIDA 33193
(CITY/STATE/ZIP)

SIGNATURE *Hilmar Helena Orozco*

TITLE _____

DATE January 12, 1996

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE *Hilmar Helena Orozco*

DATE January 12, 1996

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