P96000021810

Requestor's Name

890 S.W. 87 AVENUE SUITE: 16

MIAMI, FLORIDA 33174 (305)552-5973 Clty/State/Zlp Phone #

Address

LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

CORPORATIO	N NAME(S) & DOCU	MENT NUM	BER(S), (if known):	
1. <u>6.71/1 + 1</u>	Deporation Name	1NC 100	ewnent #)	
	rporation Name)			
3(Co	(Corporation Name)		(Document #)	
4. (Corporation Name) (Document #)				
Walk in	Pick up time	155	Certified Copy	
Mail out	Will wait	Photocopy	Certificate of Status	
NEW FILINGS MA	WW AMENDMEN	TS WHITE	500001742295	
Profit	Amendment	-03/13/95011/0005		
NonProfit	Resignation of R.A	Resignation of R.A., Officer/ Director		
Limited Liability	Change of Register	Change of Registered Agent		
Domestication	Dissolution/Withdr	Dissolution/Withdrawal		
Other	Merger	Merger		

Foreign
Limited Partnership
Reinstatement
Trademark
Other

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Examiner's Initials

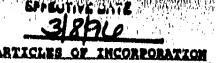
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OTHER FILINGS

Annual Report

Fictitious Name

Name Reservation



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DIVISION OF CORPORATIONS

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GTN_HOLDINGS, INC.

The undersigned, acting as incorporator of a corporation for profit under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE 1

NAME

The name of the corporation is GTN Holdings, Inc.

ARTICLE II

DURATION

The period of duration of the corporation is perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

PURPOSES

The purpose for which the corporation is organized is to transact any and all lawful business, and to engage in any activity within the purpose for which corporations may be organized under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

- (a) <u>Authorized Capital</u>. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is One Million (1,000,000) shares of common stock having par value of \$.001 per share, which is equivalent to a dollar value of \$1,000.00 per share
- (b) <u>Preemptive Rights</u>. Shareholders shall have no preemptive rights.
- (c) <u>Cumulative Voting</u>. Cumulative voting shall not be permitted.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT RRINCIPAL OFFICE

The street address of the initial registered office of the corporation is 2250 Southwest Third Avenue, Fifth Floor, Miami, Florida 33129 and the name of the initial registered agent of the corporation is Manuel A. Avila, Esq. located at 2250 Southwest Third Avenue, Fifth Floor, Miami, Florida 33129. The principal address of the Corporation shall be 2400 West Cypress Road, Suite 205, Fort Lauderdale, Florida 33309.

ARTICLE VI

BY-LAWS

The initial by-laws of this corporation shall be adopted by the directors. By-laws may be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend, or repeal any By-laws adopted by the shareholders if the shareholders specifically provide that such By-laws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE VII

DIRECTORS

The initial Board of Directors shall consist of 3 members, who need not be residents of the State of Florida or shareholders of the corporation.

The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successor shall have been elected and qualified, are as follows:

Gerald M. Dunne, Sr.	2400 West Cypress Creek Road Suite 205
	Ft. Lauderdale, Florida 33309
William Eric Ottens	2400 West Cypress Creek Road Suite 205
	Ft. Lauderdale, Florida 33309
Murdock MacGregor	2400 West Cypress Creek Road Suite 205
	Ft. Lauderdale, Florida 33309

ARTICLE VIII INCORPORATOR

The name and address of the initial incorporator is as follows:

NAME

ADDRESS

Manuel A. Avila, Esq. 2250 S. W. Third Avenue Fifth Floor Miami, Florida 33129

ARTICLE IX

RIGHT TO AMEND

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of March, 1996.

STATE OF FLORIDA 88: COUNTY OF DADE

I HEREBY CERTIFY that on this day before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Manuel A. Avila, Esq. known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same.

Notary Public, State

at Large

SHARON UROLIZA My Commission CC355192

Expires Mer. 13, 1998 Bonded by HAL 800-422-1555

Print Name of Notary Public



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, MANUEL A. AVILA, ESQ., hereby accept the designation as Registered Agent of GTN Holdings, Inc.

Manuel A. Avila, Esquire

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared MANUEL A. AVILA, FrQ. known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same.

Notary Public, State of Florida

at Large

SHARON URQUIZA My Commission CC368192 Espires Mer. 13, 1998 Bonded by HAI

Print Name of Notary Public 000-422-1866

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SECRETARY CORPORATIONS DIVISION OF CORPORATIONS 95 MAR 11 PM 2: 57