

# Paralegal Associates

332 W. Boynton Beach Blvd. Suite 4  
Boynton Beach, FL 33435  
(407) 731-0092

April 30, 1996

P9600040752

Department of State  
Corporate Records/  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

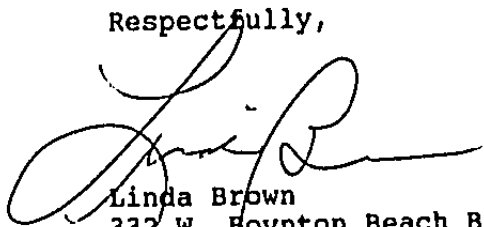
000001 1812010  
-05/07/96 01156--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Corporation  
of: **GMR LIMITED, CORP.**

Also find enclosed a check made payable to the Secretary of State in  
the amount of \$70.00 which includes the statutory filing fee. Your  
assistance in establishing the corporation to be known as:  
**GMR LIMITED, CORP.**, is appreciated.

Respectfully,



Linda Brown  
332 W. Boynton Beach Blvd.  
Suite 4  
Boynton Beach, Florida 33435

5/13/96  
LB

ARTICLES OF INCORPORATION  
OF  
GMR LIMITED, CORP.

FILED  
95 MAY -5 PM 1:41  
RECEIVED  
MAY 5 1995  
CLERK OF COURT  
JACKSONVILLE, FLORIDA

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE ONE**

The name of the corporation is: **GMR LIMITED, CORP.**  
The principle address of the corporation is: 332 W. Boynton Beach Blvd., Suite 4, Boynton Beach, Florida 33435

**ARTICLE TWO**

This corporation shall commence its existence upon filing and shall exist perpetually thereafter unless sooner dissolved according to law.

**ARTICLE THREE**

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

**ARTICLE FOUR**

This corporation is authorized to issue One Thousand (1,000) Value Common Stock, which shall be designated as "Common Shares" with no par value. All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

#### ARTICLE FIVE

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

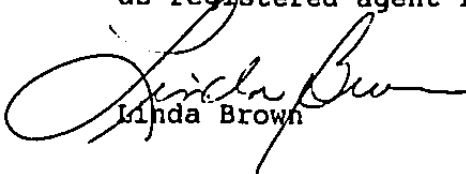
#### ARTICLE SIX

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

#### ARTICLE SEVEN

The street address and mailing address of the initial principal registered office is: 332 W. Boynton Beach Blvd., Suite 4, Boynton Beach, Florida 33435 and the name of its initial registered agent of this corporation is: Linda Brown.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
Linda Brown

#### ARTICLE EIGHT

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote, determine that the corporation be managed by the

shareholders. The names and addresses of the initial directors of this corporation is:

<u>Name</u>	<u>Mailing Address</u>
George Marquez	400 East 56th Street Apt. 26C New York, N.Y. 10022
Debra Fidler	2400 Clarendon Blvd., Apt. 703 Arlington, Virginia 22201

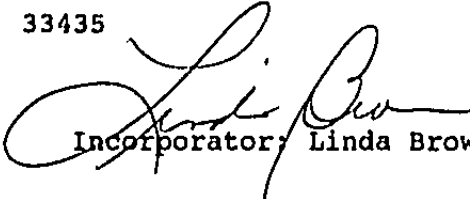
#### ARTICLE NINE

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

#### ARTICLE TEN

The name and address of the incorporator for this corporation is:

Linda Brown  
332 W. Boynton Beach Blvd.  
Suite 4  
Boynton Beach, Florida 33435

  
Incorporator: Linda Brown

#### ARTICLE ELEVEN

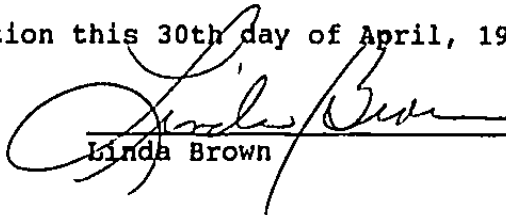
No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so

interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

#### ARTICLE TWELVE

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien not the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30th day of April, 1996.

  
Linda Brown

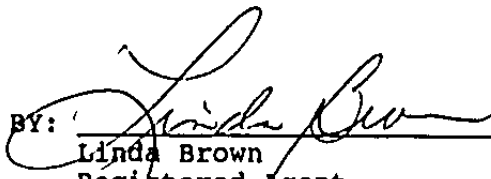
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted, in compliance with said act:

FIRST: that GMR LIMITED, CORP., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Boynton Beach, County of Palm Beach, State of Florida, has named Linda Brown located at: 332 W. Boynton Beach Blvd, Suite 4, Boynton Beach, Florida 33435, City of Boynton Beach, County of Palm Beach, State of Florida, as its agent to accept service of process with the state.

**ACKNOWLEDGEMENT: MUST BE SIGNED BY DESIGNATED AGENT**

Having been named to accept service of process for the above corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY:   
Linda Brown  
Registered Agent

99600040753  
Paralegal Associates

332 W. Boynton Beach Blvd. Suite 4  
Boynton Beach, FL 33435  
(561) 731-0092 Fax (561) 731-4710

July 12, 1996

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-07/16/96--01038--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

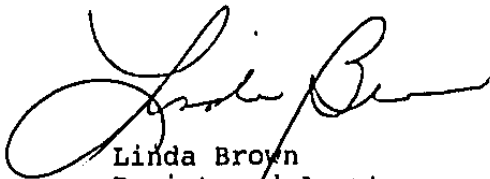
Department of State  
Corporate Records/  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Dear Secretary of State:

Enclosed find one original and a copy of Articles of Dissolution for the Corporation known as: **GMR LIMITED, CORP.**

Also find enclosed a check made payable to the Secretary of State in the amount of \$35.00 which includes the statutory filing fee. Your assistance in dissolving the corporation known as: **GMR LIMITED, CORP.** is appreciated.

Respectfully,



Linda Brown  
Registered Agent  
332 W. Boynton Beach Blvd. #4  
Boynton Beach, Florida 33435

M HENDRICKS AUG 26 1996

VD.  
DISS

FILED  
96 AUG 25 PM 3  
SECRETARY OF STATE  
TALLAHASSEE, FL



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 17, 1996

LINDA BROWN  
332 W. BOYNTON BEACH BLVD.  
SUITE 4  
BOYNTON BEACH, FL 33435

SUBJECT: GMR LIMITED, CORP.  
Ref. Number: P96000040753

We have received your document for GMR LIMITED, CORP. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks  
Corporate Specialist

Letter Number: 396A00034635



ARTICLES OF DISSOLUTION

96 AUG 23 11 3 29  
STC  
TALL

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is GMR Limited, Corp  
(P96000040753)

SECOND: The articles of incorporation were filed on MAY 6, 1996.

THIRD: (CHECK ONE)

☒ None of the corporation's shares have been issued.

☐ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☐ A majority of the incorporators authorized the dissolution.

☒ A majority of the directors authorized the dissolution.

Signed this 12<sup>th</sup> day of JULY, 19 96.

Signature

(By an incorporator if adopted by the incorporators or by the chairman or vice chairman of the board, president, or other officer if adopted by the directors)

George MARQUEZ

(Typed or printed name)

PRESIDENT

(Title)