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1301 HAYS STREET
TALLAHASSEE, FL 32304-2607

800-111-8086



PROVIDER HALL
TELEPHONE SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 014620 81517A

AUTHORIZATION : *Patricia Pijoto*

COST LIMIT : \$ 122.50

ORDER DATE : July 10, 1996

ORDER TIME : 9:34 AM

ORDER NO. : 014620

CUSTOMER NO: 81517A

CUSTOMER: Angel M. Garcia-oliver, Esq
FERRELL & FERTEL, P.A.

Miami Center, Suite 1920
201 S. Biscayne Boulevard
Miami, FL 33131

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 10 AM 9:33

300001890279

DOMESTIC FILING

NAME: G-STAR INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint D. Fuhrman

EXAMINER'S INITIALS:

cf 7/11/96

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DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF**

FILED
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DIVISION OF CORPORATIONS
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G-STAR INVESTMENTS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: **G-STAR INVESTMENTS, INC.**

The principal place of business of this corporation shall be 201 South Biscayne Boulevard, Suite 1920, Miami, Florida 33131. The Board of Directors may from time to time move the principal office to any other address within the State of Florida.

ARTICLE II. NATURE OF BUSINESS

The purpose of this corporation is to transact any or all lawful activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares at \$1.00 par value.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and director initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

CARLOS J. OTERO

President/Secretary/Treasurer

c/o Ferrell & Ferrel, P.A.
Suite 1920, Miami Center
201 South Biscayne Boulevard
Miami, Florida 33131

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Carlos J. Otero, c/o Ferrell & Ferrel, P.A., 201 South Biscayne Boulevard, Suite 1920, Miami, Florida 33131.

ARTICLE VIII. SMALL CORPORATION ELECTION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, 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 9th day of July, 1996.



CARLOS J. OTERO
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

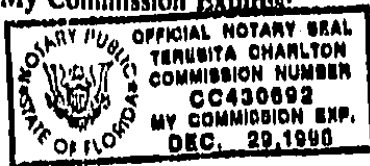
BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared CARLOS J. OTERO, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged

before me that he executed those Articles of Incorporation. That affiant is personally known to me.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 9th day of July, 1996.

Terusita Charlton
Notary Public, State of Florida at Large

My Commission Expires:



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 807.0501 or 817.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS
OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGN-
NATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF
FLORIDA.

1. The name of the corporation is: G-STAR INVESTMENTS, INC.

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

Corporation Service Company

(Name)

1201 Hays Street

(P.O. Box ~~not~~ acceptable)

Tallahassee, FL 32301

(City/State/Zip)

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*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 perfor-
mance of my duties, and I am familiar with and accept the obligations of my position
as registered agent.*

Corporation Service Company


(Signature)

Karen B. Rozar, As Agent

July 10, 1996