

P96000058099

THOMAS M. DACHELET, P.A.
ATTORNEY AT LAW

400 SOUTH EAST THIRD AVENUE
SUITE 400
PORT LAUDERDALE, FLORIDA 33010

TELEPHONE
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(904) 704-2000

July 9, 1996

PLEASE REPLY TO:
POST OFFICE BOX 2400
FT. LAUDERDALE, FLORIDA 33001-2400

FEDEX: 6942678820

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

800001889556
-07/10/96--01049--015
****131.25 ****131.25

Re: GLOBAL BUSINESS TRENDS, INC.

Gentlemen:

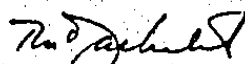
Attached are duplicate Articles of Incorporation for the above-referenced corporation, together with my firm check in the amount of \$131.25 representing the following fees:

1. \$35.00 - Corporation Filing Fee
2. 52.50 - Certified Copy
3. 35.00 - Registered Agent Designation
4. 8.75 - Certificate of Status

Please return the certified copy of the Articles of Incorporation and the Certificate of Status to the undersigned utilizing the envelope provided for your convenience.

If additional information is needed regarding the incorporation of GLOBAL BUSINESS TRENDS, INC., please do not hesitate to contact me.

Sincerely,



THOMAS M. DACHELET

TMD:sbm
Attachments

FILED
96 JUL 10 AM 10:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

GB 7/11/96

ARTICLES OF INCORPORATION
OF
GLOBAL BUSINESS TRENDS, INC.

FILED
96 JUL 10 AM 10:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE I - NAME

The name of this corporation is GLOBAL BUSINESS TRENDS, INC.

ARTICLE II - DURATION

This corporation shall exist in perpetuity.

ARTICLE III - PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of marketing various products.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - Capital Stock

This corporation is authorized to issue seven thousand five hundred (7,500) shares of One (\$1.00) Dollar par value common stock, which shall be designated "common shares".

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 888 S.E. 3rd Avenue, Suite #400, Ft. Lauderdale, Florida 33316, and the name of the initial registered agent of this corporation at that address is THOMAS M. DACHELET.

ARTICLE VI - Principal Office Address

The principal place of business of this corporation shall be located at 3232 N.W. 62nd Lane, Boca Raton, Florida 33496, or at such places within or without the State of Florida as the Board of Directors shall by appropriate action hereafter from time to time determine.

ARTICLE VII - Directors

The business of this corporation shall be conducted and managed by a Board of Directors and such Board of Directors shall consist of not less than one (1).

A majority of the first Board of Directors named below shall have the power to approve and adopt the By-Laws of this corporation until their successors are elected or appointed.

The qualifications, time and place of election and term of office of each Director shall be provided for in the By-Laws of the corporation.

ARTICLE VIII - Board of Directors

The name and street address of the member of the first Board of Directors, who unless otherwise provided by the By-Laws of this corporation shall hold office and manage the corporation for the first year of existence of the corporation or until his successors are elected or appointed or have qualified, is as follows:

NAME**ADDRESS**

MARTIN STERN

3232 N.W. 62nd Lane
Boca Raton, Florida 33496

PATRICK HUTTON

3232 N.W. 62nd Lane
Boca Raton, Florida 33496**ARTICLE IX - Incorporator**

The name and post office address of the incorporator of this corporation is as follows:

NAME**ADDRESS**

THOMAS M. DACHELET

P.O. Box 2486
Ft. Lauderdale, Florida 33303-2486**ARTICLE X - First Officer**

The name and address of the first officers of this corporation, who shall hold office for the first year of existence of the corporation or until his successors are elected and qualified are as follows:

NAME**TITLE****ADDRESS**

MARTIN STERN

PRESIDENT

3232 N.W. 62nd Lane
Boca Raton, FL 33496

PATRICK HUTTON

SEC/TREAS.

3232 N.W. 62nd Lane
Boca Raton, FL 33496**ARTICLE XI - Indemnification**

This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

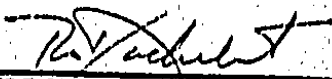
ARTICLE XII - Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII - By-Laws

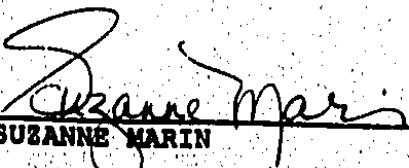
The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

WITNESS my hand seal, this 9th day of July, 1996.


THOMAS M. DACHELET, Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 9th day of July, 1996 by THOMAS M. DACHELET, who is personally known to me or who has produced personally known as identification and who did (did not) take an oath.

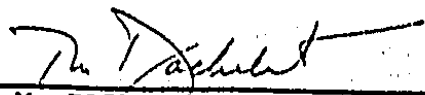

SUZANNE MARIN
NOTARY PUBLIC
NO.: CC556024

OFFICIAL NOTARY SEAL
SUZANNE B MARIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC556024
MY COMMISSION EXP. MAY 19 2000

REGISTERED AGENT CERTIFICATE

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That GLOBAL BUSINESS TRENDS, INC., a corporation organized under the laws of the State of Florida with its principal office, as indicated in the foregoing Articles of Incorporation, in the City of Boca Raton, County of Palm Beach and State of Florida, has named THOMAS M. DACHELET, as its Agent to accept service of process within this State.

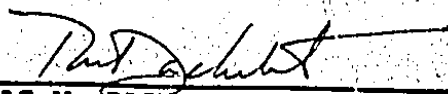


THOMAS M. DACHELET, Incorporator

Dated: July 9, 1996

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in such capacity and comply with the provisions of the Act set forth above.



THOMAS M. DACHELET
Registered Agent

Dated: July 9, 1996

FILED
96 JUL 10 AM 10:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA