

P960000070704

7/23/96 FLORIDA DIVISION OF CORPORATIONS 3:56 PM
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-00000
TALLAHASSEE, FL 32399
FAX: (904) 922-4000 CONTACT: RAY STORMONT
PHONE: (305) 541-3894
FAX: (305) 641-3770

(((H96000011859))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: GLOBAL ADVERTISING, INC.
FAX AUDIT NUMBER: H96000011859 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/23/1996 TIME REQUESTED: 15:51:38
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 6 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072460003256

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(((H96000011859)))
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

56 AUG 26 PM 11:1

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56 AUG 26 AM 7:52

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KJC
8-26-96

H96000011859

PREPARED BY:
ASHLAND INSURANCE COY, INC
1808 NW 57th AVENUE
MIAMI, FLORIDA 33126
(305) 262-4053
MIGUEL E. TUREAY

ARTICLE OF INCORPORATION

③

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

ARTICLE ONE

The name of the corporation is GLOBAL ADVERTISING, INC.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purpose for which the corporation is organized are:

- 1.- To engage in the business of advertising services.
- 2.- To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- 3.- To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

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ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall be \$5.00 par value.

ARTICLE FIVE

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock shall be issued and transferable only to natural persons.

ARTICLE SIX

No stockholder shall have the right to sell, assign, pledge, transfer, devise, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof.

ARTICLE SEVEN

The street address of the initial business office of the corporation is 8379 NW 53rd STREET, MIAMI, FLORIDA 33166

and the name of its initial registered agent is JORGE DAUBAK.

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ARTICLE EIGHT

The number of directors constituting the initial board of directors of the corporation is two. The name and address of each person who is to serve as a member of the initial board of directors is:

NAME	ADDRESS
JORGE DAUBAR	8375 NW 53rd Street; #102 Miami, FL 33166
MAURICIO QUINERO	8375 NW 53rd Street; #102 Miami, FL 33166

ARTICLE NINE

A unanimous vote of directors for effective directors action is required at all directors meetings.

ARTICLE TEN

The name and address of each incorporator is:

NAME	ADDRESS
JORGE DAUBAR	8375 NW 53rd Street; #102 Miami, FL 33166

Executed by the undersigned at MIAMI, FLORIDA,
on August 22, 19 96.

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

In pursuance of Chapter 607.34 Florida Statutes, the following is
submitted, in compliance with said Act:

First-That: GLOBAL ADVERTISING, INC.
(NAME OF CORPORATION)

desiring to organize under the laws of the State of FLORIDA
(FLORIDA)

with its principal office, as indicated in the articles of
incorporation at City of MIAMI county
(CITY)

of DADE State of FLORIDA
(COUNTRY) (STATE)

has named JORGE DAUBAR
(NAME OF RESIDENT AGENT)

located at 8375 NW 53rd Street, Suite 102 Miami, FL 33166
(STREET ADDRESS AND NUMBER OF BUILDING,
POST OFFICE BOX ADDRESS NOT ACCEPTABLE)

city of FLORIDA County of DADE
(CITY) (COUNTRY)

State of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated 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 Jorge Daubar
SIGNATURE
REGISTERED AGENT
AND
INCORPORATOR

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9/09/96

P96000070704

FLORIDA DIVISION OF CORPORATIONS
PHILIPPS SYSTEM
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((H90000012654 7))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003266

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: GLOBAL ADVERTISING, INC.

AUDIT NUMBER.....H90000012654

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....0

PAGES..... 3

DEL.METHOD.. FAX

EST.CHARGE.. \$35.00

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96 SEP 10 PM 2:06
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TALLAHASSEE, FLORIDA

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96 SEP 10 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

September 9, 1996

GLOBAL ADVERTISING, INC.
8379 NW 53RD STREET
MIAMI, FL 33166

SUBJECT: GLOBAL ADVERTISING, INC.
REF: F96000070704

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H96000012554
Letter Number: 696A00041962

Linda
4 pgs.

ARTICLE OF AMENDMENT
OF
ARTICLE OF INCORPORATION
OF

GLOBAL ADVERTISING, INC.

H96000012554

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Pursuant to the provision of section 607.1006, Florida Statutes,
this corporation adopts the following articles of amendment to
its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being
amended, added or deleted)

ARTICLE ONE: The name of the corporation is GLOBAL PROMOTIONS, INC.
(Amended)

FILED
56 SEP 10 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: IF AN AMENDMENT provides for an exchange, reclassification
or cancellation of issued shares, provisions for imple-
menting the amendment if not contained in the amendment
itself, are as follows:

Miguel E. Turbay, Accountant
608 NW 57th Avenue
Miami, FL 33126
(305) 262-4053

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THIRD The date of each amendment's adoption September 5, 1996

FOURTH: Adoption of Amendment(s) (check one)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
(voting group)

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.



The amendment(s) was/were adopted by the incorporator(s) without shareholder action and shareholder action was not required.

Signed this 5 day of September, 1996

Signature

George Daubar
(By the chairman or Vice chairman of the Board of Directors, President or other officer if adopted by the shareholder(s))

OR

(By a director if adopted by the Directors)

OR

(By an incorporator if adopted by the incorporator(s))

JORGE DAUBAR

Typed or print name

INCORPORATOR

Title

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EMPIRE CORPORATE KIT

P.81/83

8 PM

P96000070704

**PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET**

((H96000018189 6))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: GLOBAL PROMOTIONS, INC.

AUDIT NUMBER.....H96000018189

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

DEL.METHOD.. FAX

BST.CHARGE.. \$35.00

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96 DEC 31 AM 8:08

SECTION OF CORPORATIONS

SH 12/31

Amend.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 DEC 31 AM 8:22

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GLOBAL PROMOTIONS, INC.

H96 000018189

ARTICLES OF AMENDMENT

OF

ARTICLES OF INCORPORATION

Pursuant to the provision of section 607.1006, Florida Statutes,
this corporation adopts the following articles of amendment to
its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being
amended, added or deleted)

ARTICLE EIGHT --

The number of directors constituting the
board of directors of the corporation is
one. The name and address of each person
who is to serve as a member of the board
of director is:

Jorge Daubar

4642 SW 74th AVE
MIAMI, FL 33155SECRETARY OF STATE
ALLAHASSEE, FLORIDA

96 DEC 31 AM 8:22

FILED

SECOND: IF AN AMENDMENT provides for an exchange, reclassification
or cancellation of issued shares, provisions for imple-
menting the amendment if not contained in the amendment
itself, are as follows:

Miguel Turbay, Acct.
608 N.W. 57th Avenue
Miami, FL 33126
(305) 262-4053

H96 000018189

H96 000018189

THIRD The date of each amendment's adoption DECEMBER 20 1996

FOURTH: Adoption of Amendment(s) (check one)

- X The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporator(s) without shareholder action and shareholder action was not required.

Signed this 20 day of December, 19 96

Signature

Jorge Daubar
(By the chairman or Vice chairman of the Board of Directors, President or other officer if adopted by the shareholder(s))

OR

(By a director if adopted by the Directors)

OR

(By an incorporator if adopted by the incorporator(s))

Jorge Daubar

Typed or print name

CHAIRMAN

Title

H96 000018189