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FLORIDA DIVISION OF CORPORATIONS
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((H96000017216 4))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

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NAME: G INTERNATIONAL, INC.

AUDIT NUMBER.....H96000017216

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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NO.082 002



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 9, 1996

FAST-T CORP AGENTS INC.

MIAMI, FL

SUBJECT: JLS INTERNATIONAL, INC.
REF: W96000025775

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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

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Terri Buckley
Corporate Specialist

FAX Aud. #: 896000017218
Letter Number: 196A00055025

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NO.082 083

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ARTICLES OF INCORPORATION OF

ARTICLE I - NAME

The name of this corporation is _____
G INTERNATIONAL, INC.

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1000 of one dollar (\$1.00) per value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The present street address of the office of this corporation is 6850 CORAL WAY SUITE 206 MIAMI, FLORIDA 33155

The name of the initial Registered Agent of this corporation is JOE GARCIA

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial director of this corporation is:

P/D JOE GARCIA
6850 CORAL WAY # 206
MIAMI, FLORIDA 33155

Prepared by: Joe Garcia
6850 Coral Way, Ste. 206
Miami, Fl 33155
(305) 665-8089

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ARTICLE VII - INCORPORATOR

The name and address of the person signing these Article is:

JOE GARCIA
6850 CORAL WAY SUITE # 206
MIAMI, FLORIDA 33155

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 5 day of DECEMBER, 1996


Incorporator

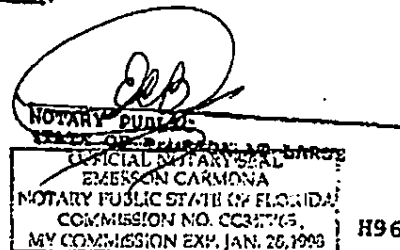
STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared JOE GARCIA, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 5 day of DECEMBER, 1996

My Commission Expires:



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CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That G INTERNATIONAL, INC.
desiring to organize under the laws of the State of Florida,
which will have its principal office in the County of Dade,
State of Florida, has appointed
JOE GARCIA
State of Florida, as its agent to accept service of process
within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors
of G INTERNATIONAL, INC. to accept
service of process for the above stated corporation, at the
place designated in this certificate, I hereby agree to act
in the capacity of Registered Agent for said corporation,
and agree to comply with the applicable provision of the
Florida Statutes, this 5 day of DECEMBER, 1996.


Registered Agent

H96000017218