

P97000005654

F. B. ESTEREN, P.A.
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Jan. 6, , 1997

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Corporate Records Division
P.O. Box 6327
Tallahassee, FL 32314

Re: SIGMA INTERATIONAL, INC.

Gentlemen:

Enclosed are the original and duplicate original copy of the Articles of Incorporation of the above named proposed corporation which have been properly executed.

Please endorse your approval of the Articles Incorporation on the duplicate copy, certify and return to me.

I also enclose Registered Agent designation for filing.

A check is enclosed in the amount of \$122.50 to cover the \$35 filing fee, \$52.50 for certified copy of the Articles and \$35 for registered Agent designation.

If you should have any question regarding the above, please contact me at the phone number listed above.

3211

FBE/jap

503.
W97-932

Sincerely,

F. B. Esteraren, P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 21 PM 12:45

8/12/97



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JAN 21 PM 12:45

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 14, 1997

F.B. ESTERGREN, P.A.
POST OFFICE DRAWER 2167
FORT WALTON BEACH, FL 32549

SUBJECT: SIGMA INTERNATIONAL, INC.
Ref. Number: W97000000932

We have received your document for SIGMA INTERNATIONAL, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

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

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 897A00001895

1/15/97 Please see attached. Your 488-9000 # previously advised that Sigma International was available didn't check for prior dissolution.
F. B. ESTERGREN

ARTICLES OF INCORPORATION

OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

GLOBAL CONSUMER RESOURCES, INC. 97 JAN 21 PM 12:45

ARTICLE I - NAME:

The name of this corporation is: GLOBAL CONSUMER RESOURCES, INC., hereinafter referred to as the ("Corporation").

ARTICLE II - DURATION:

The Corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE:

The Corporation is organized for the purpose of engaging in business of Trading in Consumer and Electronic Goods and for the purpose of transacting any or all other lawful business not inconsistent with the Laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK:

The Corporation is authorized to issue 100,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS:

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

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT:

The principal office and street address of the Corporation is: 5862 Charloma Dr., Lakeland, FL 33813, and the mailing address is: 5862 Charloma Dr., Lakeland, FL 33813.

The name of the Registered Agent of the Corporation is: WERNER ASANGER, and the street office address of such

registered agent and registered office of the Corporation is:
5862 Charloma Dr., Lakeland, FL 33813.

ARTICLE VII - INITIAL BOARD OF DIRECTORS:

The Corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one. The name and address of the initial directors of the Corporation are: WERNER ASANGER, 5862 Charloma Dr., Lakeland, FL 33813. CHRISTIAN BINDERBAUER, Mariahilferstrabe 166/9, 1150 Vienna, Austria.

ARTICLE VIII - INCORPORATOR:

The name and address of the person signing these Articles is:
WERNER ASANGER, 5862 Charloma Dr., Lakeland, FL 33813.

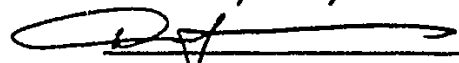
ARTICLE IX - BY-LAWS:

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

ARTICLE X - SECTION 1244 STOCK:

It is the intent of this Charter that the directors may sell the capital stock of the Corporation in accordance with the conditions of Sections 1243-1244, inclusive, of the Internal Revenue Code of 1954 as amended.

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



WERNER ASANGER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JAN 21 PM 12:45

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: _____

GLOBAL CONSUMER RESOURCES, INC.

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

WERNER ASANGER

(NAME)

5862 Charloma Dr.,

(P.O. BOX NOT ACCEPTABLE)

Lakeland, FL 33813

(CITY/STATE/ZIP)

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 PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

Werner Asanger

DATE _____

12-30-1996