

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Gulf Atlantic Ventures, Inc.
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 122.50.

FROM:

Name Kwame Teneboah, CPA
Address 613 S.W. 76 Ave.
North Lauderdale FL 33068
City, State, & Zip
Telephone Number (954) 724-7752

FILED
FEB 17 AM 8:52
TALLAHASSEE, FLORIDA

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BSB

Note: Additional copy of articles is needed only when certified copy is requested.

ARTICLES OF INCORPORATION
OF
GULF ATLANTIC VENTURES, INC.

FILED
97 FEB 17 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator 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:

Gulf Atlantic Ventures, Inc.

The address of the principal office of this corporation shall be 621 Lyon Road, Apt #9103, Coconut Creek, Florida 33063 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 share of common stock having \$1.00 par value per share.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall not be less than two hundred (\$200.00) dollars.

ARTICLE V. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 613 S.W. 76 Avenue, North Lauderdale, Florida 33068, and the name of the initial registered agent of the

corporation at that address is Kwame Tweneboah.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. OFFICERS AND DIRECTORS

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

Director	Festus Botwe 621 Lyons Road, Apt #9103 Coconut Creek, Florida 33063
Director	Kwasi Badu-Tweneboah 1599 Bay Ridge Place Wellington, Florida 33414
Director	Samual Nyante 22475 Labrador Street Boca Raton, Florida 33428
Director	Kingsley Antwi 3396 Foxcroft Bldg.. B #102 Miramar, Florida 33025
Director	Kwame Tweneboah 613 S.W. 76 Avenue North Lauderdale, Florida 33063

IN WITNESS WHEREOF, the undersigned agent of Kwame Tweneboah, CPA has hereunto set their hand and seal of Kwame Tweneboah, CPA, on February 13, 1997.

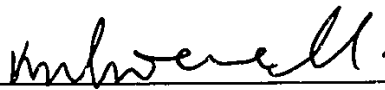
KWAME TWENEBOAH

By: 
It's Agent, Kwame Tweneboah

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Kwame Tweneboah, CPA a Florida Certified Public Accountant to transact business in this State, having a business office identical with the registered office of the business named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Kwame Tweneboah, CPA

By: 
It's Agent, Kwame Tweneboah

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TALLAHASSEE, FLORIDA

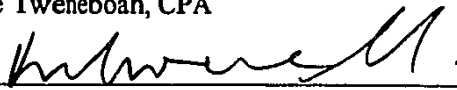
ASSIGNMENT BY THE SOLE INCORPORATOR
OF THE ARTICLES OF INCORPORATION OF
GULF ATLANTIC VENTURES, INC.

Kwame Tweneboah, CPA, as sole incorporator, for value received hereby assigns any and
all rights it may have as such incorporator to the following:

Festus Botwe
Kwasi Badu-Tweneboah
Samuel Nyante
Kingsley Antwi
Kwame Tweneboah

Dated: February 13, 1997

Kwame Tweneboah, CPA

By: 
It's Agent, Kwame Tweneboah