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ACCOUNT NO. : 072100000032

REFERENCE : 348189 7128383

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 29, 1997

ORDER TIME : 3:15 PM

ORDER NO. : 348189-005

CUSTOMER NO: 7128383

CUSTOMER: Irina Nemtsev, Esq  
IRINA NEMTSEV, P.A.

2020 Ne 163 Road  
Suite 300  
Miami, FL 33162

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-04/30/97--01004--022  
\*\*\*\*\*70.00 \*\*\*\*\*  
50.00

FILED  
MAY 29 AM 8:57  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: GMS CARRIERS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Todd Sterzoy

EXAMINER'S INITIALS: \_\_\_\_\_

(6)

APR 30 1997

**ARTICLES OF INCORPORATION**  
**OF**  
**GMS CARRIERS, INC.**

APR 29 11 57  
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:

**GMS CARRIERS, INC.**

**ARTICLE II. PRINCIPAL OFFICE**

The address of the principal office of this Corporation shall be: 2750 N.E. 183rd Street, Suite 1703, North Miami Beach, Florida 33160, and the mailing address shall be the same.

**ARTICLE III. 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 IV. CAPITAL STOCK**

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

**ARTICLE V. SHAREHOLDERS' RESTRICTIVE AGREEMENT**

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

**ARTICLE VI. REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the Corporation shall be Law Offices of Irina Nemtsev, P.A., 2020 N.E. 163rd Street, Suite 300, North Miami Beach, Florida 33162, and the name of the initial registered agent of the Corporation at that address is Irina Nemtsev, Esq.

**ARTICLE VII. TERMS OF EXISTENCE**

This Corporation is to exist perpetually.

**ARTICLE VIII. DIRECTORS**

This Corporation shall have one [1] director. The name and street address of the initial director who shall hold office for the first year of the Corporation, or until his successor is elected or appointed is:

Georgi Mellkov  
Director/President

2750 N.E. 183rd Street  
Suite 1703  
North Miami Beach, FL 33160

**ARTICLE IX. OFFICERS**

The officers of the Corporation and their addresses shall be:

Georgi Melikov Director/President/ Treasurer:	2750 N.E. 183rd Street Suite 1703 North Miami Beach, FL 33160
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Sargis Khacherian Secretary:	2004 Sage Avenue Corona, CA 91720
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**ARTICLE X. PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights.

**ARTICLE XI. BY-LAWS**

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation.

**ARTICLE XII. EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ARTICLE XIII. AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of

Incorporation or any amendment hereto are granted subject to this reservation.

**ARTICLE XIV. INCORPORATORS**

The name and street address of the incorporators to these Articles of Incorporation:

<u>Name</u>	<u>Address</u>
Irina Nemtsev	2020 N.E. 163rd Street Suite 300 North Miami Beach, FL 33162

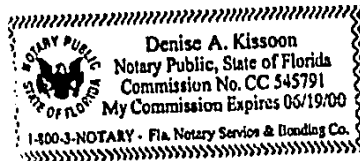
***IN WITNESS WHEREOF***, the undersigned subscribing incorporator has hereunto set their hand and seal on this 28<sup>th</sup> day of April, 1997.

  
Irina Nemtsev, Esq., Incorporator

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing Articles of Incorporation of GMS Carriers, Inc. was acknowledged before me this 28th day of April, 1997, by Irina Nemtsev, Esq. who is personally known to me.

  
NOTARY PUBLIC  
My Commission Expires:



## ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at place designated in the above and foregoing Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

*Irina Nemtsev*  
IRINA NEMTSEV, ESQ.

Date: April 28, 1997

FILED  
97 APR 29 AM 8:57  
TALLAHASSEE FLORIDA  
STATE