

P 970000 43692

G. Bolante Shoneta
Requestor's Name

7901 Baymeadows Cir. East
ste 304 Address

Jacksonville FL 32256
City/State/Zip Phone #

500002174585-11
05/12/97-01052-014
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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

F. G. WOODRUM MAY 16 1997

Examiner's Initials

ARTICLES OF INCORPORATION
OF
GBS TECHNOLOGIES INC.

I, the undersigned, hereby for the purpose of becoming a corporation under and by the virtue of the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be:
GBS TECHNOLOGIES, INC.

ARTICLE II

The objects and purposes of the corporation and the general nature of the business or businesses to be transacted shall be as follows:

- (1) To engage in any lawful act or activity for which corporations may be now or hereafter organized under the laws of the State of Florida.
- (2) To make and enter into all contracts necessary and proper for the conduct of its business or businesses.
- (3) To borrow money of any person, firm or corporation, to issue bonds, debentures or obligations of purposes of the corporation and to secure same by mortgage, pledge or by any other lawful means.
- (4) To have offices, conduct its business and promote its objects within or without the State of Florida, in other States, the District of Colombia, the territories and possessions of the United States of America, and in foreign Countries without restriction as to the place or amount.
- (5) To engage in Research, Development, Design and Manufacturing of Mechanical, Electrical, Electronics, Computer, Software and Hardware parts and components.
- (6) To engage in the design and manufacturing of tool, die, machinery, parts and components.
- (7) To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes or for the attainment of any of the objects or for the exercise of any of the powers herein set forth, whether herein specified or not, either along or in connection with other firms, individuals or corporations, whether in the State of Florida or throughout the United States of America, or elsewhere, and to do any other act or acts, thing or things incidental or pertinent to or connected with the businesses hereinbefore described, or any part or parts thereof, if not inconsistent with the laws of the State of Florida.

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- (8) In general, this corporation shall have and exercise all the powers conferred by the laws of the State of Florida upon corporations for profit. It is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner such general powers.

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

The principal office of the corporation and the mailing address shall be the same in the State of Florida, and shall be:

7901 Baymeadows Circle East
(Suite 304)
Jacksonville, Florida 32256

ARTICLE V

The Capital Stock of the Corporation shall consist of 1,000,000 shares of common stock at no par value.

ARTICLE VI

The amount of capital with which the corporation shall begin business is \$1,000.00.

ARTICLE VII

The initial board of Director(s) shall consist of two (2) members. The names and mailing addresses of the persons who are to serve as Directors are:

- (1) Chief G. Bolanle Shonckan
7901 Baymeadows Circle East
(Suite 304),
Jacksonville, Florida 32256
- (2) Mrs. C. Bolanle Shonckan
7901 Baymeadows Circle East
(Suite 304),
Jacksonville, Florida 32256

The Director shall hold office for the first year of existence of the Corporation or until the successor is elected and have qualified.

ARTICLE VIII

The officer of the Corporation shall be, a President, one or more Vice Presidents may be fixed and determined by the Board of Directors from time to time. Until the first annual meeting of the Board or until their successor are elected and have qualified.

ARTICLE IX

The name and mailing address of the subscriber of the Articles of Incorporation and a statement of the number of shares of stock and the value of consideration therefore, which the subscriber agree to take, is as follows:

<i>NAME & ADDRESS</i>	<i>SHARES ALLOTTED</i>
(1) Chief G. Bolanle Shonckan 7901 Baymeadows Circle East (Suite 304), Jacksonville, Florida 32256	530,000
(2) Mrs. C. Bolanle Shonckan 7901 Baymeadows Circle East (Suite 304), Jacksonville, Florida 32256	20,000

ARTICLE X

The annual meeting of the stockholder shall be held on the first Monday of each year, or as such other time as may be fixed by the By-Laws, at which time the Board shall be elected and such other business as may properly come before the meeting may be considered and transacted.

The officers of the corporation shall be elected annually by the Director at a meeting of the Board to be held annually immediately following the annual stockholder's meeting.

The time, place and manner of calling meetings of the stockholders or directors shall be fixed by the By-Laws of the Corporation. The Board may provide for the election of and prescribe the duties of such other officers and agents as it may deem advisable and proper, and may take such action not inconsistent with the Articles of Incorporation, and the By-Laws of the Corporation and the Laws of the State of Florida, as such Board may deem advisable for the conduct and operation of the business of the Corporation.

The Board of Directors shall appoint a resident agent as required by the Laws of the State of Florida.

ARTICLE XI

The highest amount of liability to which this Corporation can, at any time, subject itself, shall be unlimited.

ARTICLE XII


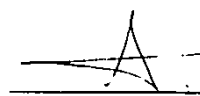
A special meeting of the subscribers or their assigns shall be held, upon the call of the Board, for the purposes of completing the organization of the Corporation and the adoption of the By-Laws and the transaction of such other business as may be desired.

ARTICLE XIII

The registered office and the registered agent shall be as follows:

Chief G. Bolanle Shonekan
7901 Baymeadows Circle East
(Suite 304),
Jacksonville, Florida 32256

"I, Chief G. Bolanle Shonekan hereby, Am familiar with and accept the duties and responsibilities as registered agent for said Corporation".


 Chief G. Bolanle Shonekan
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
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 INCORPORATOR (Signature)

The undersigned being the incorporator above named, signed and acknowledges these Articles of Incorporation at Jacksonville, Florida on 14th of March, 1997.

STATE OF FLORIDA
COUNTY OF Duval

Before me, the undersigned authority, personally appeared Chief G. Bolanle Shonekan, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to the Law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Mail Boxes Etc in said County and State this 10 day of May, 1997.

Tanya C Mundy
Notary Public
STATE OF FLORIDA

My Commission Expires: 3/24/2001



TANYA C. MUNDY
My Comm Exp. 3/24/2001
Bonded By Service Ins
No. CC632374
[] Personally Known [x] Other ID