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August 8, 1997

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG 11 AM 9:28

SUBJECT: GLOBAL INDUSTRIES INTERNATIONAL CORPORATION

Enclosed is an original and one (1) copy of the articles of incorporation and a check for Seventy Eight 75/100 dollars (\$78.75) for the Filing Fee and the Certificate.

Please return the photocopy to me with the filing date stamped on it.

FROM: Kevin Boylan  
14226 84th Terrace N.  
Seminole, FL 33776  
Ph: 813 397 7068  
813 392 3897

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Sincerely,

  
Kevin Boylan

RP  
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## ARTICLES OF INCORPORATION

### GLOBAL INDUSTRIES INTERNATIONAL CORPORATION

First: The following are the original incorporators of the corporation:

Kevin Boylan  
14226 84th Terrace N.  
Seminole, FL 33776

Danilo Caamano  
14217 84th Terrace N.  
Seminole, FL 33776

Second: The name of the corporation (which is hereinafter referred to as "the corporation", is:

**Global Industries International Corporation.**

Third: The purposes for which the corporation is formed are as follows:

- A. To carry on and engage in, any and all activities as is now or at any time in the future, may be permitted by the State of Florida.
- B. The primary purpose of the corporation shall be the marketing, purchase and sale, of tangible and intangible goods, real estate, products, devices, services, and any or all ideas or product concepts whatsoever.

Fourth: The duration of the corporation shall be perpetual.

Fifth: The total number of common capital shares of stock of the corporation shall be fifty million (50,000,000), of one class and of no par value.

The following restrictions and limitations on the issue of the stock are hereby imposed:

- A. A minimum of twenty five percent (25%) of the capital stock shall be held in reserve and issued only for the acquisition of other corporations, business entities, or real estate, upon recommendation of the Board of Directors and approval by simple majority of the shareholders. The corporate by-laws may specify a higher reserve percentage not to exceed thirty percent (30%) of the authorized stock.
- B. Five percent (5%) of the authorized stock shall be allocated as service stock to be distributed according to the provisions of the by-laws of the corporation. This stock shall be non voting. This stock shall be issued by recommendation of the board of directors, for services actually rendered on behalf of the corporation and only by approval of the shareholders of the corporation.
- C. Five percent (5%) of the authorized stock shall be entitled to two votes per share.

Sixth: Shareholders shall have a preemptive right to any shares offered by the corporation at any time and shall be notified by mail, facsimile, telegram, E-Mail, or any electronic communication method, a minimum of seventy-two (72) hours before such corporate shares are made available to non-shareholders.


Seventh: The number of directors of the corporation shall be two (2), which number may be increased pursuant to the by-laws of the corporation or decreased therein as long as there are never less than two (2). The names of directors who shall act until the first shareholders meeting or until their successors are duly chosen and qualified are:


- 1. Kevin Boylan  
14226 84th Terrace North, Seminole, FL 33776
- 2. Danilo Caamano  
14217 84th Terrace North, Seminole, FL 33776

Eight: The post office address of the principal office of the corporation in Florida is:

AGENT: Kevin Boylan  
14226 84th Terrace North,  
Seminole, FL 33776

The undersigned original incorporators have executed these Articles of Incorporation this Eighth day of August, 1997.

  
Danilo Caamano

  
Kevin Boylan

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 am familiar with and accept the obligations of my position as registered agent, on this Eighth day of August, 1997.

  
Kevin Boylan

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