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Jerry J. Bakerjian, Accountant
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September 04, 1997

Florida Department of State
Division of Corporation
409 East Gaines Street
Tallahassee, FL 32399

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****131.25 ****131.25

RE: GLORIA ENTERPRISES, INC.

Dear Sir/Madam,

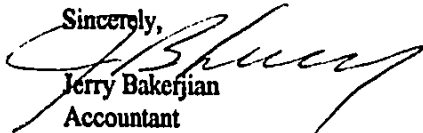
Enclosed herewith please find the Articles of Incorporation of **GLORIA ENTERPRISES, INC.** and a check in the amount of \$131.25 to cover your fees for the following:

- Incorporation filing fee.....\$70.00
- Certified Copy of the Articles..... 52.50
- Certificate of Status..... 8.75

In addition, we are enclosing our written request to the Bureau of Notaries, along with a separate check for **\$10.00** which we request that your forward to their department for an apostile.

Thank you in advance for your kind attention to this matter as soon as possible.

Sincerely,


Jerry Bakerjian
Accountant

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL SEP - 4 1997

ARTICLES OF INCORPORATION
OF
GLORIA ENTERPRISES, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named Corporation, a Corporation organized under the laws of the State of Florida, and all rights, duties and obligation of undersigned as incorporator, and those of the Corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I: NAME

The name of this Corporation shall be:

GLORIA ENTERPRISES, INC.

ARTICLE II: TERM OF EXISTENCE

This Corporation shall have perpetual existence unless dissolved by action of law.

ARTICLE III: NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is to do all things which natural persons might or could lawfully do in the premises.

The Corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE IV: CAPITAL STOCKS

The aggregate number of shares which the Corporation shall have authority to issue is the total sum of One thousand (1000) shares, having an individual par value of \$1.00 per share. Unless otherwise stated in these articles, or in a amendment to these articles, there shall be one (1) class of stock of this Corporation.

ARTICLE V: INITIAL CAPITAL

This corporation shall begin business with a capital of not less than one hundred and dollars (\$ 1000.00).

ARTICLE VI: ADDRESS

The initial post office address of this Corporation in the State of Florida is:

1051 NE 163 Street, Suite 305
North Miami Beach, FL 33162

ARTICLE VII: DIRECTORS

This Corporation shall have not less than one (1) Director/s Initially. The number of Directors may be increased from time to time as stockholders desire, in accordance with the by-laws hereof, but at no time shall there be a number less than one.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII: INITIAL DIRECTORS

The Names and post office address of the first Board of Directors and officers of this Corporation are as follows

NAME

TITLE

IAKOV BOVELNIAK

1051 NE 163RD Street
North Miami Beach, FL 33162

President
Secretary
Treasurer

ARTICLE IX: SUBSCRIBERS

The name and post office address of each subscriber to these articles of incorporation, the number of shares of stock each agrees to take, and value of the consideration paid therefore are as follows:

NAME

NUMBER OF SHARES

IAKOV BOVELNIAK

1000

ARTICLE V: REGISTERED AGENT AND ADDRESS

The street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be:

Iakov Bovelniak
1051 NE 163RD Street, #305
North Miami Beach, FL 33162

ARTICLE VI: AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 28th day of August 1997.


IAKOV BOVELNIAK

STATE OF FLORIDA

COUNTY OF BROWARD

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I hereby certify that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared:

IAKOV BOVELNIAK

to me known to be the person/s described as subscriber/s in and who executed the foregoing articles of incorporation, and he/they acknowledged before me that he/they subscribed to those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 28th day of August 1997.



J BAKERJIAN
My Commission CC379562
Expires Jun. 06, 1998
Bonded by HAI
800-422-1555

J. Bakerjian

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as registered agent of GLORIA ENTERPRISES, INC. made in the foregoing Articles of Incorporation:

Date: 8.28.97

By: *I. Bovelniak*

IAKOV BOVELNIAK