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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

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FAX #: (305)541-3770

NAME: GCC CONSULTING CORPORATION

AUDIT NUMBER.....H97000018851

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION  
OF  
GCC CONSULTING CORPORATION

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is: GCC CONSULTING CORPORATION

ARTICLE II: DURATION

The period of duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

ARTICLE III: INITIAL REGISTERED OFFICE AND AGENT

The initial Registered Office and Agent of this Corporation shall be:

George P. Spillis  
12400 SW 60<sup>th</sup> Court  
Miami, Florida 33156

ARTICLE IV: PRINCIPAL PLACE OF BUSINESS

The principal office address of this corporation is:

12400 SW 60<sup>th</sup> Court  
Miami, Florida 33156

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These Articles of Incorporation were prepared by Richard J. Lind, Attorney at Law - Florida Bar Number 320064 - 2551 Tigertail Avenue, Miami, Florida 33133 U.S.A. Telephone: (305) 858-9191

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#### ARTICLE V: INITIAL BOARD OF DIRECTORS

The number of persons constituting the Board of Directors of this corporation shall be two (2) initially. The name and street address of the initial Director is:

GEORGE P. SPILLIS  
12400 SW 60<sup>TH</sup> COURT  
Miami, Florida 33156

SHARON A. SPILLIS  
12400 SW 60<sup>TH</sup> COURT  
Miami, Florida 33156

#### ARTICLE VI: OFFICERS

The initial President and Secretary of the Corporation is

GEORGE P. SPILLIS  
12400 SW 60<sup>TH</sup> COURT  
Miami, Florida 33156

The initial Vice-president and Treasurer of the Corporation is

SHARON A. SPILLIS  
12400 SW 60<sup>TH</sup> COURT  
Miami, Florida 33156

#### ARTICLE VII: STOCK

The maximum number of shares that this corporation is authorized to issue and have outstanding is One Thousand Shares.

#### ARTICLE VIII: INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is:

GEORGE P. SPILLIS  
12400 SW 60<sup>TH</sup> COURT  
Miami, Florida 33156

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ARTICLE IX: AMENDMENTS

This corporation reserves the right to amend or repeal the provisions of these Articles of Incorporation or any amendments thereto.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR  
HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS  
12th DAY OF NOVEMBER, 1997.

  
\_\_\_\_\_  
GEORGE P. SPILLIS  
Incorporator

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320064 - 2551 Tigertail Avenue, Miami, Florida 33133 U.S.A. Telephone: (305) 858-9191

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT & REGISTERED OFFICE**

Pursuant to the provisions of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:


The name of this corporation is: **GCC CONSULTING CORPORATION**

The name and address of the Registered Agent and Registered Office is:

**GEORGE P. SPILLIS  
12400 SW 60<sup>TH</sup> COURT  
Miami, Florida 33156**

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 I am familiar with and accept the obligations of my position as Registered Agent.

DATED: November 12, 1997

  
\_\_\_\_\_  
GEORGE P. SPILLIS

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TALLAHASSEE, FLORIDA

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