

GDS TRADING COMPANY

Phone 954-382-9460
Fax 954-382-9461

100 South Pine Island Road
Suite # 202
Plantation, Florida 33324
U.S.A.

January 13, 1998

State of Florida
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
(904) 488-9000

EFFECTIVE DATE
1-13-98

800002403638--8
-01/16/98--01108--003
****131.25 ****131.25

SUBJECT: GDS Trading Company

Enclosed please find an original document and two (2) photocopies of the articles of incorporation of the above referenced entity as well as check in the amount of \$ 131.25 to cover the filing fees and costs for certified copy and certificate.

Submitted from:

David R. Slotkin
100 South Pine Island Road
Suite # 202
Plantation, Florida 33324
Phone: 954-382-9460
Fax: 954-382-9461

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 JAN 20 AM 11:14

EFFECTIVE DATE
1-13-98

GDS TRADING COMPANY
ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 20 AM 11:47

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation (hereinafter called the "Corporation") shall be:

GDS Trading Company.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation shall be:

GDS Trading Company
100 South Pine Island Road
Suite # 202
Plantation, FL 33324
U.S.A.

ARTICLE III: SHARES

The initial aggregate number of shares of stock that the Corporation is authorized to have outstanding at any time is 1,500 shares of Common stock, all of which are to have a par value of \$.01 per share.

ARTICLE IV: INITIAL REGISTERED AGENT

The name and address of the Corporation's initial registered agent is:

David R. Slotkin
100 South Pine Island Road
Suite # 202
Plantation, FL 33324
U.S.A.

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ARTICLE V: OFFICERS

The names and titles of the Corporation's officers are:

President:	Fatima Slotkin
Vice President:	Gerardo Delgado
Treasurer and Secretary:	David R. Slotkin

The mailing address for all officers is

100 South Pine Island Road
Suite # 202
Plantation, Florida 33324
U.S.A.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall be comprised of one person. The number of directors may be increased and thereafter either increased or decreased from time to time as provided for in the Bylaws of this Corporation, but shall never be less than one. The name and address of the sole member of the Board of Directors of this Corporation is:

Director:	David R. Slotkin
	100 South Pine Island Road
	Suite # 202
	Plantation, Florida 33324
	U.S.A.

ARTICLE VII: INCORPORATOR

The name and mailing address of the incorporator to these Articles of Incorporation is:

David R. Slotkin
100 South Pine Island Road
Suite # 202
Plantation, Florida 33324
U.S.A.

ARTICLE VIII: COMMENCEMENT

The existence of the Corporation shall commence on January 13, 1998.

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ARTICLE IX: PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act.

ARTICLE X: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director of this Corporation, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Article of Incorporation this 13th day of January, 1998.

X



David R. Slotkin
Incorporator

FILED
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DIVISION OF CORPORATIONS
98 JAN 20 AM 11:47

**GDS TRADING COMPANY
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating its Registered Agent/Registered Office, in the State of Florida.

1. The name of the corporation is: **GDS Trading Company**
2. The name and address of the registered agent and office is:

**David R. Slotkin
100 South Pine Island Road
Suite # 202
Plantation, Florida 33324
U.S.A.**

Having been appointed as the registered agent of GDS Trading Company and to accept service of process for said 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 of GDS Trading Company.

Accepted By:

X



**David R. Slotkin
Registered Agent**

As Of:

January 13, 1998