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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.  
CONTACT: PAM FRIEDMAN  
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: THE C.A.N. COMPANY - COMPETITIVE ADVANTAGE NOW, INC.

AUDIT NUMBER.....H98000002003

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

CERT. OF STATUS..0

PAGES..... 1

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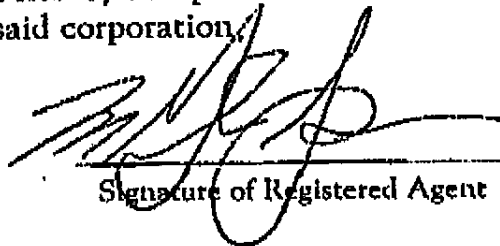
## ARTICLES OF INCORPORATION

Article 1: Name of Corporation THE G.A.N. COMPANY - COMPETITIVE ADVANTAGE NOW, INC.  
Address of Corporation 8350 NORTHWEST 52nd TERRACE Suite 302  
MIAMI, FLORIDA 33166

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100,000 with a par value of \$1.00. (PAR VALUE IS NOT REQUIRED)

Article 3: REGISTERED AGENT: MARSHALL GLENN SPEAR  
and  
REGISTERED OFFICE: 8350 NW 52nd TERRACE Suite 302  
MIAMI, FLORIDA 33166

I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.



Signature of Registered Agent

1/29/98

Date

Article 4: The BOARD of DIRECTORS are: (Board of Directors is NOT REQUIRED)  
First listed is President. Second is Vice-President. Then, Sec/Treasurer.

|                                  |                                  |
|----------------------------------|----------------------------------|
| 1. <u>MARSHALL GLENN SPEAR</u>   | 2. <u>GARY FORMAN</u>            |
| <u>8350 NW 52nd TERRACE #302</u> | <u>8350 NW 52nd TERRACE #302</u> |
| <u>MIAMI, FLORIDA 33166</u>      | <u>MIAMI, FLORIDA 33166</u>      |

Article 5: The Name and Address of the INCORPORATOR is:

MARSHALL GLENN SPEAR  
8350 NORTHWEST 52nd TERRACE Suite 302  
MIAMI, FLORIDA 33166

In witness whereof, I have subscribed my name

Signature of Incorporator

MARSHALL GLENN SPEAR

Prepared by:  
Ace Industries, Inc.  
54 NW 11th Street  
Miami, FL 33136  
(305) 358-2571

H98-2003