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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

****122.50 ****122.50

Global Financial Association

- Walk In
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- Certified Copy
- Certificate of Status
- Certificate of Good Standing
- ARTICLES ONLY
- ALL CHARTER DOCS

FILED
 98 FEB 10 PM 2:00
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

- Certificate of FICTITIOUS NAME
- FICTITIOUS NAME SEARCH
- CORP SEARCH

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 98 FEB 10 PM 1:50
 DIVISION OF CORPORATION

Ordered By: _____

Date: _____

ARTICLES OF INCORPORATION

OF

GLOBAL FINANCIAL ASSOCIATION, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Corporation Act, hereby adopt(s) the following Articles of Incorporation.

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TALLAHASSEE, FLORIDA

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be **GLOBAL FINANCIAL ASSOCIATION, INC.**

The principal place of business shall be **299 SUNNYISLES BLVD., MIAMI BEACH, FL 33160.**

ARTICLE II
NATURE OF BUSINESS

The nature of the business is sales and marketing in the United States, the State of Florida or any other state.

ARTICLE III
CAPITAL STOCK

The authorized capital stock of this corporation shall be one thousand (1,000) shares of common stock at one cent per value. The common stock shall be payable in cash, property, or services at a just valuation to be fixed by the Board of Directors, if one exists, at a regular or special meeting called for this purpose. No capital stock may be issued to anyone other than that individual who is duly licensed or otherwise legally authorized to render the same specific professional services as those for which the corporation was incorporated. No shareholder shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

No shareholder of this corporation may sell or transfer his shares in such corporation except to another individual who is eligible to be a shareholder of such corporation.

ARTICLE III
TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE IV

The names and addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

SHAWN W. TOLLEY - President/Vice-President/Secretary/Treasurer
299 SunnyIsles Blvd.
Miami Beach, FL 33160

ARTICLE VI
INCORPORATORS

The name and address of the incorporator(s) is:

Shawn W. Tolley
299 SunnyIsles Blvd.
Miami Beach, FL 33160

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of February, 1998.


Shawn W. Tolley

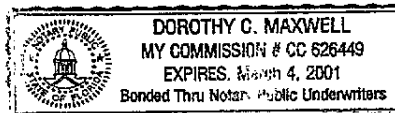
STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged and sworn to before me this 9 day of Feb, 1998 by Shawn W. Tolley.

*Presented FL O/K
as I.D.*


NOTARY PUBLIC

MY COMMISSION EXPIRES:

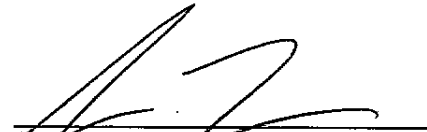


CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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.

1. The name of the corporation is **GLOBAL FINANCIAL ASSOCIATION, INC.**
2. The name and address of the registered agent and office is:

**STACEY KNIGHT
299 SUNNYISLES BLVD.
MIAMI BEACH, FL 33160**


SHAWN W. FOLLEY
February 8, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF SECTION 607.325 FLORIDA STATUTES.


STACEY KNIGHT
February 8, 1998

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