

P980000066979

TRANSMITTAL LETTER

DATE: JULY 21, 1998

TO: DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
ATTN: AMENDMENT FILING SECTION
P.O. BOX 6327
409 E. GAINES ST.
TALLAHASSEE, FL. 32314
(850) 487 - 6050

700002600377--5
-07/28/98--01054--001
*****78.75 *****78.75

RE: NEW CORPORATION

SUBJECT: GENESYS GLOBAL ENTERPRISES, Inc.
ARTICLES OF INCORPORATION

Enclosed is an original of the Articles of Amendment to the Articles of Incorporation and a check for : \$78.75 for its filling and certificates.

From: Nelson Schembari
950 N. Federal Highway #210-A
Pompano Beach , FL 33062
(954) 942 - 9090 (daytime telephone number)

FILED
98 JUL 28 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/17-30-98

FILED
98 JUL 28 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE OF INCORPORATION
OF
Genesys Global Enterprises, Inc.**

ARTICLE I: NAME

The name of this corporation is **Genesys Global Enterprises, Inc.** The mailing address of the corporation is 950 N. Federal Hwy. Suite #210A, Pompano Beach, Florida 33062

ARTICLE II: DURATION

This corporation shall have perpetual existence.

ARTICLE III: PURPOSE

This corporation is organized to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act and for the purpose of manufacturing, purchasing or otherwise acquiring, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; and to carry on any business which can be advantageously pursued in conjunction with or incidental to any of the above purpose.

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (100) shares of One Cent (\$0.01) par value common stock, which shall be, designated "Common Shares."

ARTICLE V: PRE-EMPTIVE RIGHTS


Every share holder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.


ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 950 N. Federal Highway, Suite 210-A Pompano Beach, Florida 33062, and the name of the initial registered agent of this corporation is **Nelson Schembari**.

ARTICLE VII: INITIAL BOARD OF DIRECTORS


This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial directors of this corporation are:

Nelson Schembari 
4679 NW 66Th Dr.
Coral Springs, Fla. 33067

Nancy Schembari 
4679 NW 66Th Dr
Coral Springs, Fla. 33067

ARTICLE VIII: INCORPORATOR

The name and address of the person signing these Articles is:

Nelson Schembari 
4679 NW 66Th Dr.
Coral Springs, Fla. 33067

ARTICLE IX: INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X: AMENDMENT

This corporation reserve the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 27 day of July, 1998.

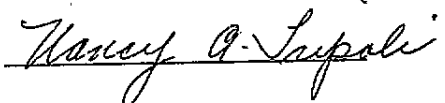


Nelson Schembari

**STATE OF FLORIDA
COUNTY OF BROWARD**

I HEREBY CERTIFY that on this day, before an officer duly authorized in the county and state aforesaid to take acknowledgments, personally appeared **Nelson Schembari**, who is personally know to me to be the person described in, or who produced as identification Driver's License, and who executed the foregoing Articles of Incorporation and who took an oath and acknowledgment before me that he executed those Articles of Incorporation.

WITNESS my hand and official seal in the county and state last aforesaid this 27 day of July, 1998.



Notary Public of Florida

My Commission Expires:



Nancy A. Tripoli
Commission # CC 754918
Expires August 7, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

REGISTERED AGENT CERTIFICATE

In pursuance of Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted:

That **Genesys Global Enterprises, Inc.** desiring to organize or qualify under the laws of the State of Florida, with its principle place of business in the City of Pompano Beach, State of Florida, has named **Nelson Schembari**, 950 N Federal Hwy #210-A, Pompano Beach, Florida 33060 as its agent to accept service of process within the State of Florida.



Nelson Schembari
Incorporator

Dated: July 21, 1998

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby acknowledge that I am familiar and accept the obligations of registered agent.



Nelson Schembari
Registered Agent

Dated : July 21, 1998

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TALLAHASSEE, FLORIDA