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898000092907

October 6, 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 30 PM 3:29

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

100002661501--2
-10/12/98--01070--011
*****70.00 *****70.00

RE: Articles of Incorporation
G & C Corp. USA

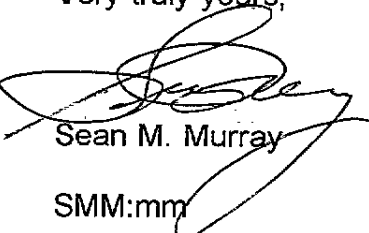
Dear Sir/Madam:

Enclosed for filing is the original and one copy of the Certificate of Incorporation for G & C Corp. USA., and the original Certificate of Designation Registered Agent/Registered Office. Also, a money order in the amount of \$70.00 is enclosed for payment of processing.

Please provide a conformed copy of the articles upon filing.

Thank you for your time and cooperation.

Very truly yours,


Sean M. Murray

SMM:mm

W98-23202
2599
F. CHESSEY NOV 2 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 13, 1998

SEAN M MURRAY ESQUIRE
122 A E BACKUS AVE
FT PIERCE, FL 34950

SUBJECT: G & C CORP. USA
Ref. Number: W98000023202

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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We have received your document for G & C CORP. USA and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 298A00050697

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DIVISION OF CORPORATIONS
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CERTIFICATE OF INCORPORATION

- of -

GLOBAL & CAPITAL CORP. USA

I, THE UNDERSIGNED, hereby declare my intent to form a corporation under the Laws of the State of Florida, by and under provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be: GLOBAL & CAPITAL CORP. USA.

ARTICLE II

The corporation may engage in any activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principle office of the corporation shall be: 1002 Grandview Blvd. Ft. Pierce, Florida 34982 .

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

The names and addresses of the members of the first Board of Directors of this corporation are as follows:

<u>Joseph Y. Yaung</u>	<u>1002 Grandview Blvd., Ft. Pierce, Florida 34982.</u>
<u>Joseph Yaung, Jr.</u>	<u>1002 Grandview Blvd., Ft. Pierce, Florida 34982.</u>
<u>John Yaung</u>	<u>1002 Grandview Blvd., Ft. Pierce, Florida 34982.</u>
<u>Sung Hwan Lee</u>	<u>4F. Chung's Bldg., 14-10, Sukchon-Dong, Songpa-Ku., Seoul, Korea.</u>
<u>Myung Soo Cho</u>	<u>4F. Chung's Bldg., 14-10, Sukchon-Dong, Songpa-Ku., Seoul, Korea.</u>

ARTICLE IX

The name and street address of the person signing these Articles of Incorporation as subscriber is as follows:

<u>Joseph Y. Yaung</u>	<u>1002 Grandview Blvd., Ft. Pierce, Florida 34982.</u>
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ARTICLE X

Names, addresses and positions of the first Board of Directors, members and officers:

<u>Joseph Y. Yaung</u>	<u>President</u>
<u>1002 Grandview Blvd., Ft. Pierce, Florida 34982.</u>	<u>Secretary</u>
	<u>Director</u>
<u>Joseph Yaung, Jr.</u>	<u>Vice-President</u>
<u>1002 Grandview Blvd., Ft. Pierce, Florida 34982.</u>	<u>Director</u>
<u>John Yaung</u>	<u>Vice-President</u>
<u>1002 Grandview Blvd., Ft. Pierce, Florida 34982.</u>	<u>Director</u>

Sung Hwan Lee
4F. Chung's Bldg., 14-10, Sukchon-Dong, Songpa-Ku.,
Seoul, Korea.

Vice-President
Director

Myung Soo Cho
4F. Chung's Bldg., 14-10, Sukchon-Dong, Songpa-Ku.,
Seoul, Korea.

Vice-President
Director

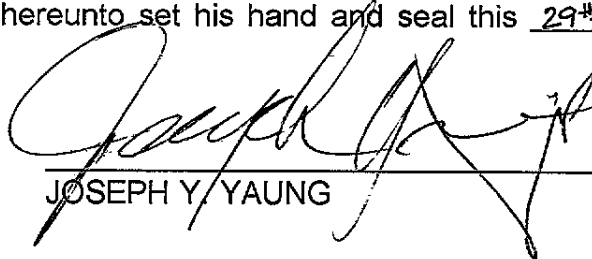
ARTICLE XI

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

ARTICLE XII

The registered agent of this corporation is Joseph Y. Yaung, 1002 Grandview Blvd., Ft. Pierce, Florida 34982.

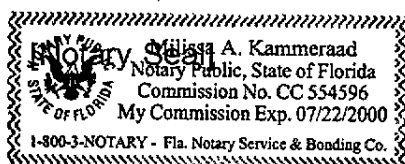
IN WITNESS WHEREOF, the undersigned, Joseph Y. Yaung, being a natural person, competent to contract, has hereunto set his hand and seal this 29th day of October, 1998.



_____(seal)
JOSEPH Y. YAUNG

STATE OF FLORIDA)
COUNTY OF ST. LUCIE)

The foregoing instrument was acknowledged before me this ____ day of October, 1998, by JOSEPH Y. YAUNG, who is:

☒ personally known to me, or
____ who has produced _____ as identification
and who did/ ~~did not~~ take an oath.





Notary Public, State of Public
Printed Name:
My Commission expires:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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 & CAPITAL CORP. USA

2. The name and street address of the registered agent and office is: Joseph Y. Yaung
1002 Grandview Blvd.
Ft. Pierce, Florida 34982

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.



JOSEPH Y. YAUNG