

Division of Corporations

Page 1 of 1

P98000095766**Florida Department of State**

Division of Corporations

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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.**GAAL GROUP, INC.**

Certificate of Status	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
GAAL GROUP, INC.

Article I - Name

The name of this Corporation is:
GAAL GROUP, INC.

Article II - Principal Office and Mailing Address

The principal office and mailing address of the Corporation shall be:
8760 Southwest 133d Avenue Road #404, Miami, FL 33183

Article III - Duration

This Corporation shall have perpetual existence, commencing on the date of filing of these Articles.

Article IV - Purpose

This Corporation is organized for the purpose of engaging in the provision of services; in the import, export, purchase and sale of wholesale and retail goods and in any business permitted by law.

Article V - Powers

The Corporation shall have all the Corporate Powers enumerated in the Florida General Corporations Act, Florida Statutes, Chapter 607, et. seq.

Article VI - Capital Stock

This Corporation is authorized to issue three hundred shares of no par value common stock. Said stock shall be issued pursuant to a plan under §1244 of the Internal Revenue Code of 1954 as amended by the Small Business Tax Revision Act of 1958.

All of said Stock shall be payable in cash, services or property other than stock or securities in lieu of cash at a just valuation to be determined by the Board of Directors.

This Document prepared for electronic filing by:

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Article VII - Rights of Shareholders

Except as otherwise provided by law, the entire voting power for the selection of Directors, the adoption of By-Laws, and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares. At their option the affairs of the Corporation may be managed by the Shareholders.

Article VIII - Initial Registered Office and Agent

The Street Address of the Initial Registered Office of this Corporation is:

8760 Southwest 133d Avenue Road #404, Miami, FL 33183

The initial Registered Agent of the Corporation at that address is:

RAUL GUZMAN

Article IX - Incorporator

The name and address of the person signing these Articles of Incorporation are:

ANTONIO AGUINAGA

Ave. Mexico, 1362

La Victoria, Lima, Peru

Article X - Amendment

This Corporation reserves the right to amend or repeal, in the manner provided by law, the provisions contained in these Articles or any Amendments thereto, and any rights conferred upon Shareholders is subject to this reservation.

IN WITNESS WHEREOF the Undersigned Incorporators have executed these Articles of Incorporation this 12 day of November, 1998, at Miami - Dade County, State of Florida.

[Signature]

INCORPORATOR, ANTONIO AGUINAGA

STATE OF FLORIDA
COUNTY OF DADE

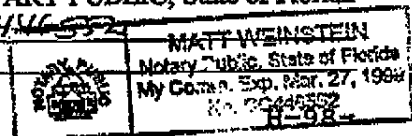
BEFORE ME, the undersigned authority, personally appeared ANTONIO AGUINAGA, who is personally known to me or who produced the following identification: Peruvian Passport, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same for the purposes therein expressed.

WITNESS my hand and seal this 12 day of November, 1998.

[Signature]
NOTARY PUBLIC, State of Florida

comm # H446552

print name of notary: _____



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ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

The Undersigned hereby accepts Designation as the Initial Registered Agent of
GAAL GROUP, INC.

I understand that I shall remain as Registered Agent until I have either resigned or a successor has been appointed by the Corporation and that no such resignation or succession is effective until both the Corporation and the Secretary of State of Florida have been notified in the manner required by law. I understand that as Registered Agent I am required to be available at the Registered Office of the Corporation during normal business hours for receipt of Process and for such other purposes as required by Florida Statutes.

Signed this 12 day of November, 1998.


REGISTERED AGENT, RAUL GUZMAN

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