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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

GLOBAL TECHNOLOGIES & RESOURCES, INC.

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ARTICLES OF INCORPORATION
OF

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GLOBAL TECHNOLOGIES & RESOURCES, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be:

GLOBAL TECHNOLOGIES & RESOURCES, INC.

The principal place of business of this corporation shall be:

931 South Park Rd., #310 Hollywood, FL 33021

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

100 Shares at \$10.00 par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Jose Francisco Alberto Vega, Director 30%
931 South Park Rd., #310 Hollywood, FL 33021
Guillermo Rafael Alfaro, Director 40%
931 South Park Rd., #310 Hollywood, FL 33021
Maria Beatriz Alfaro, Director 30%
931 South Park Rd., #310 Hollywood, FL 33021

Prepared By: Michael I. Santucci, Esq.

FBN 0105160

5201 NW 74th Ave. Miami, FL 33166

Tel: 1-800-714-6191


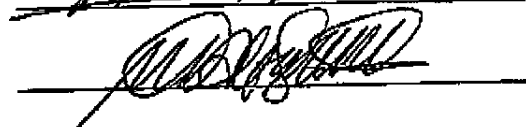
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

| | |
|-----------------------------|--------------------------|
| Jose Francisco Alberto Vega | Guillermo Rafael Alfaro |
| 931 South Park Rd., #310 | 931 South Park Rd., #310 |
| Hollywood, FL 33021 | Hollywood, FL 33021 |

IN WITNESS WHEREOF, the undersigned incorporator(s)
has (have) executed these Articles of Incorporation
this, 30th day of December 1998.

Signature(s) of Incorporator(s)

CERTIFICATE OF DESIGNATION
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:

GLOBAL TECHNOLOGIES & RESOURCES, INC.

2. The name and address of the registered agent and office is:

Jose Francisco Alberto Vega 931 South Park Rd., #310
(P.O. BOX NOT ACCEPTABLE)

Hollywood, FL 33021

(CITY/STATE/ZIP)

SIGNATURE 

TITLE Director

DATE 12/30/98

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 MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE 12/30/98

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 TALLAHASSEE, FLORIDA