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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

GLOBAL STUCTURE SERVICE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
GLOBAL STRUCTURE SERVICE, INC.**

WE, STUART FREDERICK TYLER and NICHOLAS TODD BAILES, being of legal age, do hereby sign these presents for the purpose of becoming a Corporation under the laws of the State of Florida authorizing the formation of Corporations.

These Articles of Incorporation are to be effective on the _____ day of _____, 19___. (If no date is inserted, these Articles are to be effective as of the date of filing with the Secretary of State).

ARTICLE I

The name of the Corporation shall be: **GLOBAL STRUCTURE SERVICE, INC.**

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

PROJECT MANAGEMENT

and do any and all things and matters necessary and appertaining thereto and further enabling this corporation to engage in any activity or business permitted under the laws of the United States and of the Chapter 607 of the Florida Statutes and any successor or supplemental statute or authority; to purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; capital stock owned by the corporation shall not be voted upon directly, nor counted as outstanding for the purpose of any stockholders' quorum or vote; and to do all acts and everything necessary, suitable, convenient or proper for the all acts and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes thereafter or before enumerated or incidental to the powers herein named, or which shall at any time appear conducive or expedient for the benefit or protection of the corporation, either as holders of, or interested in any property, or otherwise; and to exercise all of the powers which are now or may hereafter be conferred upon corporation generally by the laws of the State of Florida.

Prepared by:
David A. Coven, P.A.
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Fort Lauderdale, FL 33306
Florida Bar 362174
(954) 565-8410

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ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

ONE THOUSAND (1000) SHARES,
ONE (\$1.00) DOLLAR PAR VALUE,
COMMON STOCK

ARTICLE IV

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

ARTICLE V

The initial address of said corporation shall be:

419 S.W. 8th Terrace
Fort Lauderdale, FL 33312

with the privilege of having its office and branch offices at other places within or without the State of Florida.

ARTICLE VI

The number of Directors of this Corporation shall be not less than one (1) nor more than three (3), and the initial Board of Directors of this corporation shall be comprised of ONE (1) member.

ARTICLE VII

The names and street addresses of the persons who are appointed to act as Directors until the first annual meeting of the Stockholders or until their successors are elected and shall qualify are:

NAME	ADDRESS
STUART FREDERICK TYLER	419 S.W. 8th Terrace Fort Lauderdale, FL 33312
NICHOLAS TODD BAILES	419 S.W. 8th Terrace Fort Lauderdale, FL 33312

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ARTICLE VIII

The name names and addresses of the person signing these Articles of Incorporation as a Subscriber and the number of shares each has agreed to purchase are as follows:

NAME	ADDRESS	NO. OF SHARES
STUART FREDERICK TYLER	419 S.W. 8th Terrace Fort Lauderdale, FL 33312	500
NICHOLAS TODD BAILES	419 S.W. 8th Terrace Fort Lauderdale, FL 33312	500

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by a majority of the stock entitled to vote there on.

ARTICLE X

The address of the Registered Office of this Corporation shall be:

419 S.W. 8th Terrace
Fort Lauderdale, FL 33312

ARTICLE XI

The Corporation has designated as its Registered Agent, NICHOLAS TODD BAILES, who is a resident of the State of Florida, and whose business office is the same as that of the Registered Office.

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capital stock hereinabove named, and for the purpose of forming a Corporation pursuant to the corporation laws of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and do agree to take the number of shares of stock hereinabove set forth, and accordingly have hereunto set my hand and seal at Fort Lauderdale, Broward County, Florida, this 19th day of April, 1999.

 (SEAL)
STUART FREDERICK TYLER

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Nicholas T. Bailes (SEAL)
NICHOLAS TODD BAILES

STATE OF FLORIDA)
) ss
COUNTY OF BROWARD)

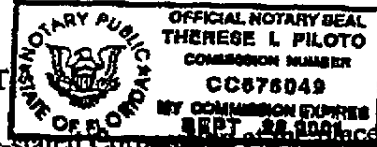
BEFORE ME, the undersigned authority, personally appeared STUART FREDERICK TYLER and NICHOLAS TODD BAILES, well known and known to me to be the individuals described in and who executed the foregoing Certificate of Incorporation, and acknowledged before me that they executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Broward County, Florida, this 19 day of April, 1999.

8420-631-73-270-0

Therese L. Piloto
NOTARY PUBLIC - STATE OF FLORIDA
My Commission Expires:

ACKNOWLEDGMENT



Having been named as Registered Agent for the Above-stated Corporation, and agree to comply with the provisions of all applicable statutes relative to keeping open said office.

Nicholas T. Bailes
REGISTERED AGENT
NICHOLAS TODD BAILES

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