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TRANSMITTAL LETTER

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

400002935414-5
-07/19/99-01130-008
*****70.00 *****70.00

SUBJECT: GBGROUP CORP.
(Proposed corporate name)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

X \$70.00
Filing Fee

 \$78.75
Filing Fee
& Certificate

 \$122.50
Filing Fee
& Certified Copy

 \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM:

BIZCORP INTERNATIONAL INC.
4400 PGA Boulevard
Suite 700
Palm Beach Gardens, FL 33410

Tel: (561) 776-2277
Fax: (561) 776-2266

99 JUL 19 AM 9:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: GBGROUP CORP.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

650 West Avenue
Suite 702
Miami, FL 33139

ARTICLE III - SHARES

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

1,000 shares of common stock, no par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Martin Bueno
650 West Avenue
Miami, FL 33139

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ARTICLE V - INITIAL DIRECTOR(S)

The names and addresses of the initial members of the corporation's Board of Directors are:

Martin Bueno
650 West Avenue
Miami, FL 33139

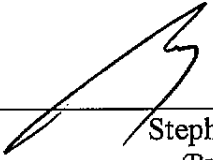
ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

BIZCORP INTERNATIONAL INC.
4400 PGA Boulevard
Suite 700
Palm Beach Gardens, FL 33410

The undersigned incorporator has executed these Articles of Incorporation this 12th day of July, 1999.

BIZCORP INTERNATIONAL INC.

By:  _____
Stephen Levy
(President)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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 is: GBGROUP CORP.**
- 2. The name and address of the registered agent and office is:**

**MARTIN BUENO
650 WEST AVENUE
Miami, FL 33139**

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.



Martin Bueno

80F JULY 1999
(Date)

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TALLAHASSEE FLORIDA