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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

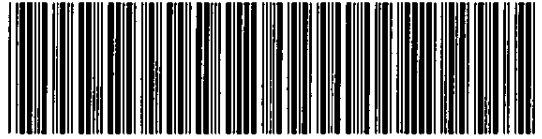
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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09 JAN 14 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 7, 2009

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: GSF USA, Inc.- Application by Foreign Corporation for Authorization to
Transact Business in Florida

Dear Sir or Madam:

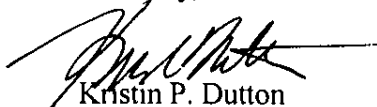
Enclosed for filing with your office are three (3) copies of the Application by Foreign Corporation for Authorization to Transact Business in Florida for **GSF USA, Inc.**, a Delaware Corporation.

You will also find a Certificate of Existence duly authenticated by the Delaware Secretary of State together with our firm's check in the amount of \$70.00 representing the fee for foreign authorization.

Upon receipt, please time stamp one copy and return to me in the postage paid envelope I have provided.

Should you have any questions, please do not hesitate contacting me. Thank you for your assistance.

Sincerely,



Kristin P. Dutton

KPD/ALB/dt:1359843/6138.84368

Encl.

CC: Matthew T. Troyer

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: GSF USA, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Matthew T. Troyer
(Name of Person)

Bingham McHale LLP
(Firm/Company)

10 West Market Street, 2700 Market Tower
(Address)

Indianapolis, IN 46204
(City/State and Zip code)

For further information concerning this matter, please call:

Kristin P. Dutton at (317) 635-8900
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. GSF USA, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. _____

(FBI number, if applicable)

4. 05/22/1987

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 107 S. Pennsylvania Street, Suite 300, Indianapolis, IN 46208

(Principal office address)

Same

(Current mailing address)

8. Janitorial Services

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CT Corporation

Office Address: 1200 S. Pine Island Road

Plantation

(City)

, Florida 33324

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Bernadette McNamara

Assistant Secretary

Bernadette McNamara

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Jean-Louis Noisiez
Address: 107 S. Pennsylvania Street, Suite 300
Indianapolis, IN 46208

Vice Chairman: Regis Bernard
Address: 107 S. Pennsylvania Street, Suite 300
Indianapolis, IN 46208

Director: Bernard Leveau
Address: 107 S. Pennsylvania Street, Suite 300
Indianapolis, IN 46208

Director: Thierry Cheron
Address: 107 S. Pennsylvania Street, Suite 300
Indianapolis, IN 46208

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: Jean-Louis Noisiez, Chairman
Address: 107 S. Pennsylvania Street, Suite 300
Indianapolis, IN 46208

Vice President: Troy Bargmann, Executive Vice President and Director
Address: 107 S. Pennsylvania Street, Suite 300
Indianapolis, IN 46208


Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Troy Bargmann, Executive Vice President
(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GSF USA, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF JANUARY, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

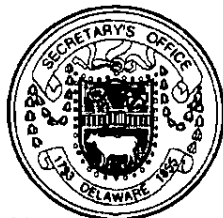
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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09 JAN 14 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2127086 8300

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You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7060586

DATE: 01-05-09