

P 02000059771



ACCOUNT NO. : 072100000032

REFERENCE : 585195 4311863

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 70.00

2002 MAY 20 PM 12:31  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

ORDER DATE : May 17, 2002

ORDER TIME : 11:26 AM

ORDER NO. : 585195-010

CUSTOMER NO: 4311863

CUSTOMER: Ms. Kathleen Kirchner  
Blank Rome Comisky & Mccauley

One Logan Square, 7th Floor  
18th And Cherry Street  
Philadelphia, PA 19103-6998

400005574674

RECEIVED  
02 MAY 20 PM 12:09  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: GSI CALL CENTER, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

*File  
5/30/02*

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:

*2546  
W02-14767*

*SLC  
5/30/02*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

**FILED**  
2002 MAY 20 PM 12: 31  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

May 21, 2002

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: GSI CALL CENTER, INC.  
Ref. Number: W02000014767

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for GSI CALL CENTER, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved corporation or limited liability company. The name of a voluntarily dissolved Florida corporation or limited liability company is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, stating they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden  
Document Specialist  
New Filings Section

Letter Number: 402A00032622

RECEIVED  
02 MAY 30 AM 10: 26  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**RESUBMIT**

Please give original  
submission date as file date.

FILED

AFFIDAVIT

2002 MAY 20 PM 12:31

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Attn: Florida Department of State:

GSI Call Center, LLC hereby consents to the registration with the Secretary of State of the State of Florida of GSI Call Center, Inc., a corporation to be formed under the laws of the State of Florida, and the use of the name GSI Call Center, Inc., by the said corporation.

GSI Call Center, LLC has no intention of revoking its Articles of Dissolution with the Secretary of State of the State of Florida, which was filed on May 20, 2002.

State of Pennsylvania  
County of Montgomery

BEFORE Me, the Subscriber, a Notary Public of the State of Pennsylvania, personally appeared Arthur H. Miller, a Executive Vice President of Global Sports, Inc., the Sole Member of GSI Call Center, LLC, who having first been sworn by me according to law did dispose and say as follows:


1. He is an Executive Vice President of Global Sports, Inc, the Sole Member of GSI Call Center, LLC.
2. That the foregoing information provided in this certificate is true, correct and complete.

GSI CALL CENTER, LLC

By: Global Sports, Inc.  
Its: Sole Member

By:   
Name: Arthur H. Miller  
Title: Executive Vice President

SWORN TO AND SUBSCRIBED this 23<sup>RD</sup> day of May, 2002.

  
Notary Public

**FILED**

2002 MAY 20 PM 12: 31

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
GSI CALL CENTER, INC.

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

ARTICLE I: The name for the corporation (hereinafter called the "corporation") shall be GSI Call Center, Inc.

ARTICLE II: The principal place of business/ mailing address of the corporation is: 1075 First Avenue, King of Prussia, Pennsylvania 19406.

ARTICLE III: The number of shares of stock is: 1,000 shares of Common Stock, \$0.01 per share.

ARTICLE IV: The name and Florida street address of the registered agent is:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth the signature of the incorporator and is made a part of these Articles of Incorporation.

ARTICLE V: The name and the address of the Incorporator is:

Arthur H. Miller  
1075 First Avenue  
King of Prussia, Pennsylvania 19406.

ARTICLE VI: The purposes for which the corporation is organized are as follows: To operate a customer service call center and to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

FILED

2002 MAY 20 PM 12: 31


SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE VII: The duration of the corporation shall be perpetual.

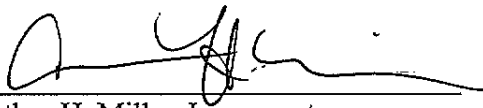
*Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.*

Signed May 17, 2002

CORPORATION SERVICE COMPANY

By:   
Name: ELIZABETH R. HOMEL  
Title: ASST. VP

Signed on May 15, 2002

  
Arthur H. Miller, Incorporator

103315.00100/21025737v1