

Division of Corporations

Page 1 of 1

FOS 0000001241

Florida Department of State
Division of Corporations
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Fax Number : (850) 205-0383

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Account Name : C T CORPORATION SYSTEM
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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

GC Teleservices Canada Corp.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

2005 FEB 28 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FOS-1241
2/28/2005

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. GC Teltservices Canada Corp.

(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. Nova Scotia, Canada

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

3. 20-0399559

(FEI number, if applicable)

4. 01/07/2004

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

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

7. 2600 Koyl Avenue, Saskatoon, Saskatchewan, Canada S7L 5X9

(Principal office address)

same

(Current mailing address)

8. Telecommunications

(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: C T Corporation System

Office Address: 1200 South 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.

C T Corporation System

By: Denise Bell

(Registered agent's signature)

Denise Bell

Assistant Secretary

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.

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

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A. DIRECTORSChairman: Jerrold B. KatzAddress: 6330 Gulfon St., Houston, TX 77081Vice Chairman: Evan H. KatzAddress: 6330 Gulfon St., Houston, TX 77081Director: Mathew KardeschAddress: 6330 Gulfon St., Houston, TX 77081

Director: _____

Address: _____

B. OFFICERSPresident: Frank A. TaylorAddress: 6330 Gulfon St.
Houston, TX 77081

Vice President: _____

Address: _____

Secretary: Robert M. GrossAddress: 6330 Gulfon St. Houston, TX 77081

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. Robert M. Gross, Chief Financial Officer & Secretary

(Typed or printed name and capacity of person signing application)

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Nova Scotia

CERTIFICATE OF STATUS

Registry Number

3085283

I hereby certify that according to the records of this office

GC TELESERVICES CANADA CORP.

was incorporated on January 7, 2004 under the Companies Act of
Nova Scotia as an unlimited liability company

and is a valid and subsisting company.

I further certify that according to the records of this office

GC TELESERVICES CANADA CORP.

was registered under the Corporations Registration Act of Nova Scotia on
January 7, 2004 and the certificate is still in force.

A handwritten signature in black ink, appearing to read "James P. H. H. H.", written over a horizontal line.

Agent of the Registrar of Joint Stock Companies

February 18, 2005

Date of Issue

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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