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Gateway
14303 Gateway Place
Poway, CA 92064
858.848.3401
fax 858.848.3402

September 27, 2002

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-10/02/02--01039--027
*****100.00 *****100.00

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

300008164283--4
-10/18/02--01010--001
*****25.00 *****25.00

**Re: Application by Foreign Limited Liability Company for Authorization
to Transact Business in Florida - Gateway PC LLC**

Dear Sir or Madam:

W02-28621

Enclosed is one original and one copy of the above-captioned Application, along with our check in the amount of \$100.00 for the filing fee.

Please file and return a conformed copy to me in the enclosed postage prepaid envelope. Should you have any comments or questions, please contact me at (858) 848-3974, or by mail at Gateway, Inc., 14303 Gateway Place, Poway, CA 92064.

Thank you for your assistance in this matter.

Very truly yours,



Kathleen Bowers
Paralegal

/kb
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT 1 11 PM 4:08

W
10/18

FF \$ 125.00



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 3, 2002

KATHLEEN BOWERS, PARALEGAL
GATEWAY
14303 GATEWAY PLACE
POWAY, CA 90264

SUBJECT: GATEWAY PC LLC
Ref. Number: W02000028621

We have received your document for GATEWAY PC LLC and your check(s) totaling \$100.00. However, the document has not been filed and is being retained in this office for the following:

Your application was missing the second page and the \$25 fee for that page. Enclosed is a blank second page and a copy of the instructions. We have retained your first page and your certificate from Delaware. Please complete and return the blank page along with a copy of this letter and the additional \$25 due.

Please return 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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 702A00055645

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT 18 PM 4:09



Gateway Incorporated
14303 Gateway Place
Poway, CA 92064
T: 858 848 3401
F: 858 848 3402

October 10, 2002

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

**Re: Application by Foreign Limited Liability Company for Authorization
to Transact Business in Florida – Gateway PC LLC**

Dear Sir or Madam:

Enclosed is the Certificate of Designation of Registered Agent/Registered Office, along with our check in the amount of \$25.00 for the filing fee. I inadvertently forgot to include this with the original documents to be filed. A copy of your letter is enclosed.

Please file and return a conformed copy of the filing to me in the enclosed postage prepaid envelope. Should you have any comments or questions, please contact me at (858) 848-3974, or by mail at Gateway, Inc., 14303 Gateway Place, Poway, CA 92064.

Thank you for your assistance in this matter.

Very truly yours,

Kathleen Bowers
Paralegal

/kb
Enclosures

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. Gateway PC LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 55-0794985
(FBI number, if applicable)
4. September 9, 2002
(Date of Organization)
5. 2032
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon registration
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 14303 Gateway Place, Poway, California 92064
(Street address of principal office)

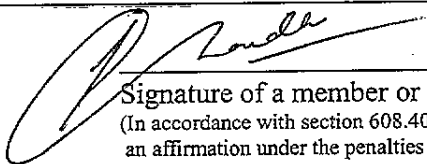
8. If limited liability company is a manager-managed company, check here ☒
9. The usual business addresses of the managing members or managers are as follows:

Javade Chaudri, Director/Manager, 14303 Gateway Place, Poway, CA 92064

Jeffrey A. Pace, Director/Manager, 14303 Gateway Place, Poway, CA 92064

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Management services.



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Javade Chaudhri, Director/Manager

Typed or printed name of signee

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Gateway PC LLC

2. The name and the Florida street address of the registered agent and office are:

C T Corporation System

(Name)

c/o C T Corporation System, 1200 South Pine Island Road

Florida street address (P.O. Box NOT ACCEPTABLE)

Plantation

FL 33324

City/State/Zip

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Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608, F.S..

C T Corporation System

M. T. Fitzpatrick
(Signature)

**M.T. FITZPATRICK
ASSISTANT SECRETARY**

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

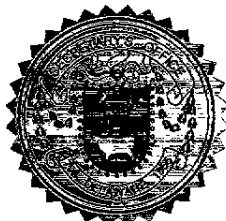
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GATEWAY PC LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF SEPTEMBER, A.D. 2002.

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DIVISION OF CORPORATIONS
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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1997973

DATE: 09-23-02