

ACCOUNT NO. : 072100000032

REFERENCE: 817729 81094A

ORDER DATE : August 31, 2000

ORDER TIME: 11:24 AM

ORDER NO. : 817729-005

CUSTOMER NO: 81094A

CUSTOMER: Morton R. Goudiss, Esq Morton R. Goudiss, Esq

Suite 202

1090 Kane Concourse

Bay Harbor Isl., FL 33154

DOMESTIC FILING

NAME:

GBS SOUTH BEACH, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons - EXT.

1021

EXAMINER'S INITIALS:

woo-21501



FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

DO AUG 31 PM 4: 47

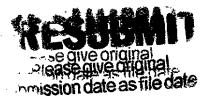
FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

August 31, 2000

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: GBS SOUTH BEACH, INC.

Ref. Number: W00000021501



We have received your document for GBS SOUTH BEACH, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

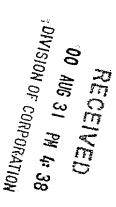
You must list at least one incorporator with a complete business street address.

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) 487-6973.

Claretha Golden Document Specialist

Letter Number: 200A00046615



ARTICLES OF INCORPORATION

CHECKETARY OF STATE
DIVISION OF CORPORATIONS

OF

00 AUG 31 PH 4: 47

GBS SOUTH BEACH, INC., A Florida Corporation

ARTICLE 1: The name of the corporation is: GBS SOUTH BEACH, INC., a Florida Corporation.

ARTICLE 2: The principal place of business and mailing address of the corporation is: 117 N.W. 9th Terrace, Hallandale, FL, 33009.

ARTICLE 3: The number of shares of stock that this corporation is authorized to have is: One Thousand (1,000) shares.

ARTICLE 4: The name and street address of the initial registered agent is: MORTON R. GOUDISS, ESQUIRE, 1111 Lincoln Road, Suite 325, Miami Beach, FL, 33139.

ARTICLE 5: The duration of the corporation is perpetual.

ARTICLE 6: The name and street address of the incorporator to these articles of incorporation is Kenneth S. Bern, 117 NW 9th Terrace, Hallandale, FL 33009.

IN WITNESS WHEREOF, the undersigned has executed this Articles of Incorporation at Miami, Florida on this 30 day of August , 2000.

KENNETH S. BERN, INCORPORATOR

ACCEPTANCE AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above estate corporation as the place designated in this certificate, I hereby accept the appointment as registered agent and agre 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.

bee 15, 2000 Date

MORTON R. GOUDISS,

Registered Agent