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FILED  
00 SEP 28 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

September 26, 2000

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: GSC Technology Services, Inc.

Dear Sir/Madam:

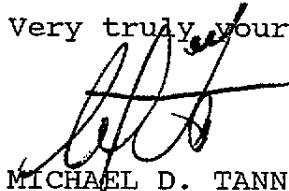
Enclosed please find an original and one (1) copy of the **Articles of Incorporation** on the above-referenced corporation. Also enclosed my check in the amount of \$78.75 covering the following charges:

Filing Fee	\$35.00
Certified Copy	8.75
Registered Agent	
Designation	<u>35.00</u>
Total	\$78.75

Please forward a certified copy to me at the above address.

If you should have any questions, please feel free to contact me.

Very truly yours,



MICHAEL D. TANNENBAUM

MDT/cd

Encl.

F. CHESNEY OCT 2 2000

ARTICLES OF INCORPORATION  
OF  
GSC TECHNOLOGY SERVICES, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be: GSC TECHNOLOGY SERVICES, INC.

The address of the principal office of this corporation shall be 240 S.E. Mizner Blvd., #401, Boca Raton, FL 33432, and the mailing address of the corporation shall be the same.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having no par value per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 240 S.E. Mizner Blvd., #401, Boca Raton, FL 33432, and the name of the initial registered agent of the corporation at that address Scott A. Goldberg.

ARTICLE V - TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Scott A. Goldberg

240 S.E. Mizner Blvd., #401  
Boca Raton, FL 33432

IN WITNESS WHEREOF, the undersigned has hereunto set my hand and seal of this 25 day of SEPTEMBER, 2000.

  
\_\_\_\_\_  
SCOTT A. GOLDBERG

ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN ARTICLES OF INCORPORATION

The undersigned, SCOTT A. GOLDBERG, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

  
SCOTT A. GOLDBERG

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