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REFERENCE : 148738 8997A

AUTHORIZATION : *Patricia Pigatto*

COST LIMIT : \$ 78.75

2001 MAY 14 PM 12:25  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ORDER DATE : May 14, 2001

ORDER TIME : 11:16 AM

ORDER NO. : 148738-005

CUSTOMER NO: 8997A

CUSTOMER: J. Jeffrey Thistle, Esq  
Devitt Thistle & Devitt

30 S. E. 4th Avenue

Delray Beach, FL 33483

RECEIVED  
01 MAY 14 AM 11:28  
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: G.T. DIRECT, INC.

EFFECTIVE DATE:

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XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

*JP* 5/14/01

ARTICLES OF INCORPORATION

OF

G.T. DIRECT, INC.

2001 MAY 14 PM 12:25

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be as follows:

G.T. DIRECT, INC.

The address of the principal office of this corporation shall be:

701 Andrews Avenue, Delray Beach, Florida 33483

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1000) shares, all of which shall be common shares with par value of \$1.00.

ARTICLE V

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive

rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

## ARTICLE VI

### REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is as follows:

701 Andrews Avenue, Delray Beach, Florida 33483

The name of the initial registered agent at such address is as follows:

DENNIS J. GILFLEN

## ARTICLE VII

### MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation. There shall be no Directors of this corporation.

## ARTICLE VIII

### INCORPORATOR

The name and address of the incorporator is as follows:

NAME

ADDRESS

DENNIS J. GILFLEN

701 Andrews Avenue, Delray Beach, Florida 33483

IN WITNESS WHEREOF I have subscribed my name this 14th day of May, 2001.

  
DENNIS J. GILFLEN

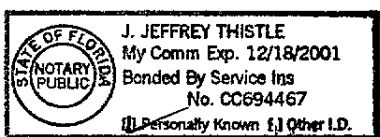
STATE OF FLORIDA  
COUNTY OF PALM BEACH


I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared DENNIS J. GILFLEN, to me personally known and known to be the person described as incorporator in and

who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 14th day of May, 2001.

My Commission Expires:



  
Notary Public State of Florida

2001 MAY 14 PM 12:25  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN ARTICLES OF INCORPORATION**

DENNIS J. GILFLEN, having the address 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.

  
DENNIS J. GILFLEN