

*P.01000107137*

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October 30, 2001

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-11/06/01--01012--010  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Articles of Incorporation

To Whom It May Concern:

Please find the following documents pertaining to the  
incorporation of Giga Systems:

1. Articles of Incorporation
2. Written Acceptance of Initial Registered Agent

If you have any questions concerning this information, please  
contact this office. Thank you for your attention to this  
matter.

Sincerely,

*Matthew Fenderson*

MATTHEWS FENDERSON, ESQUIRE

Enclosure - As Indicated

FILED  
01 NOV - 5 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

D. BROWN NOV - 6 2001

**ARTICLES OF INCORPORATION**  
**OF**  
**GIGA SYSTEMS , INC .**

**FILED**  
01 NOV -5 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, incorporator, for the purpose of forming a corporation under Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

**ARTICLE 1 - NAME**

The name of the Corporation is **GIGA SYSTEMS, INC.** hereinafter referred to as the "Corporation".

**ARTICLE II - PRINCIPLE OFFICE AND ADDRESS:**

The address of the principal office and the mailing address of the Corporation is:

**2710 OAK PARKWAY  
ORLANDO, FL 32822.**

**ARTICLE III- DURATION:**

The period of duration for the Corporation shall be perpetual unless dissolved according to law.

**ARTICLE IV - PURPOSE**

The purpose for which the Corporation is organized is to engage in any lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

**ARTICLE V - AUTHORIZED SHARES**

The Corporation is authorized to issue One Thousand (1,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may

authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

**ARTICLE VI - PREEMPTIVE RIGHTS:**

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

**ARTICLE VII - INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Corporation's initial registered office is **2710 Oak Parkway, Orlando, FL 32822** and the registered agent at that office is **GAVIN SEEPERSAD**.

**ARTICLE VIII - INITIAL BOARD OF DIRECTORS:**

The Corporation shall have 2 Director(s) constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

**GAVIN SEEPERSAD  
2710 OAK PARKWAY  
ORLANDO, FL 32822.**

**KITWANA ROYER  
5779 FOLKSTONE LN  
ORLANDO, FL 32822.**

**ARTICLE IX - INCORPORATOR**

The incorporator of the Corporation is as follows:

**KITWANA ROYER  
5779 FOLKSTONE LN  
ORLANDO, FL 32822.**

IN WITNESS WHERE OF, I, **KITWANA ROYER** have signed these Articles of Incorporation on this 26 day of October, 2001, and acknowledge the same to be my act.

  
**KITWANA ROYER**

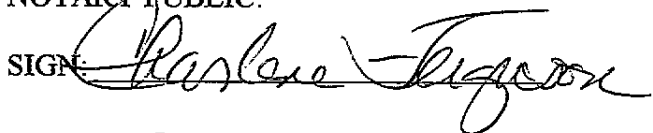
STATE OF FLORIDA )

COUNTY OF ORANGE )

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of Oct., 2001, by **KITWANA ROYER**, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a Florida driver's license as identification.

NOTARY PUBLIC:

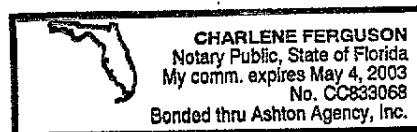
SIGN:



PRINT:

Charlene Ferguson  
STATE OF FLORIDA AT LARGE

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

FILED  
01 NOV -5 PM 3:30  
T. SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First- That **GIGA SYSTEMS, INC.** desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Orlando County of Orange, State of Florida, has named **GAVIN SEEPERSAD** at 2710 Oak Parkway, Orlando, FL 32822, in the City of Orlando, County of Orange, State of Florida, as its agent to accept service of process within this state.

**-Acceptance of Agent-**

**ACKNOWLEDGMENT:**

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.

BY: 

**GAVIN SEEPERSAD**

DATE 10/26/01