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OSO networks

COST LIMIT : \$ 70,00

ORDER DATE: June 20, 1996

ORDER TIME : 11:29 AM

ORDER NO. : 995575

CUSTOMER NO: 4327075

CUSTOMER: Mr. Henry B. Levi

GAMBRELL & STOLZ

303 Peachtree St., N.e. One Peachtree Ctr. / Ste. 4300

Atlanta, GA 30308

DOMESTIC FILING

NAME: GEO SOLUTIONS DISTRIBUTION,

INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

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ARTICLES OF INCORPORATION

OF

GEO SOLUTIONS DISTRIBUTION, INC.

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Decorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is GEO Solutions Distribution, Inc.

SECOND: The street address, wherever located, of the principal office of the corporation is 4900 NE 11th Avenue, Buildings D and E, Oakland Park, FL 33334.

The mailing address, wherever located, of the corporation is P. O. Box 23549, Ft. Lauderdale, FL 33307-3549.

<u>THIRD</u>: The number of shares that the corporation is authorized to issue is 1,000,000 shares of Common Stock, without par value.

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is c/o Corporation Service Company, 1201 Hays Street, Tallahassee, Florida, 32301.

The name of the initial registered agent of the corporation at the said registered office is Corporation Service Company.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

<u>FIFTH</u>: The name and address of the incorporator are:

NAME

ADDRESS

Henry B. Levi

Suite 4300, One Peachtree Center 303 Peachtree Street, NE

Atlanta, GA 30308

<u>SIXTH</u>: The corporation is organized for the purposes of, and shall have the authority to engage in, any lawful business for which corporations may be organized under the Florida Business Corporation Act.

SEVENTH: The duration of the corporation shall be perpetual.

the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under By-Law, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Signed on June 20, 1996.

Henry B. Levy, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, 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 relation to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CORPORATION SERVICE COMPANY

By: Kelly Atterly

Date: 6.20 96

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CONTRACTOR TATEMIASSEE HE 12 per 2607 901 02 90%

800-142-8086

ACCOUNT NO. : 072100000032

REFERENCE : 031611 4327075

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE: July 25, 1996

ORDER TIME: 9:22 AM

ORDER NO. : 031611

CUSTOMER NO: 4327075

CUSTOMER: Mr. Henry B. Levi Gambrell & Stolz

303 Peachtren St., N.e.

One Peachtree Ctr. / Ste. 4300

Atlanta, GA 30308

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POMESTIC AMENDMENT FILING

NAME:

GEO SOLUTIONS DISTRIBUTION,

INC.

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY XX PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS:

7/26

ARTICLES OF AMENDMENT

OF

GEO SOLUTIONS DISTRIBUTION, INC.

5.181.25 PH 2:13

To the Department of State State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the corporation hereinafter named (the "corporation") do s hereby adopt the following Articles of Amendment.

1. Article "First" of the Articles of Incorporation of the corporation is hereby amended so as to read as follows:

"The corporate name for the corporation (hereinafter called the "corporation") is GEO Solutions Distribution of Florida, Inc."

- 2. The amendment herein provided for was adopted by unanimous written consent of the Board of Directors and unanimous written consent of the shareholders of the corporation as of July 16, 1996.
- The undersigned is a Director and President of the corporation.

Executed on July 23, 1996.

GEO SOLUTIONS DISTRIBUTION, INC.

Timothy J. Hunter, President