

1201 HAYS STREET
TALLAHASSEE, FL 32309-3007
904.222-0170
904.222-0171 FAX

800.342-8086



PRESIDENTIAL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 024112 81932A

AUTHORIZATION : *Patricia R. Smith*

COST LIMIT : \$ 70.00

ORDER DATE : July 18, 1996

ORDER TIME : 11:56 AM

ORDER NO. : 024112

CUSTOMER NO: 81932A

300001898483

CUSTOMER: Ms. Melanie Mirsky
BROWARD BUSINESS SERVICES,
INC.

777 S. State Road 7
Margate, FL 33068

DOMESTIC FILING

NAME: GLOBAL RESPONSE CORP.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS: *df*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 18 PM 3:30

df
7/18/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL 18 PM 3:30

ARTICLES OF INCORPORATION
OF
GLOBAL RESPONSE CORP.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GLOBAL RESPONSE CORP.

The address of the principal office of this corporation shall be 777 East South State Road 7, Margate, Florida 33068, 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 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Nays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Michael Shooster	777 East South State Road 7
	Margate, Florida 33068

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

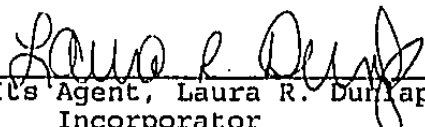
96 JUL 18 PM 3:30

ARTICLE VUL INCORPORATOR

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

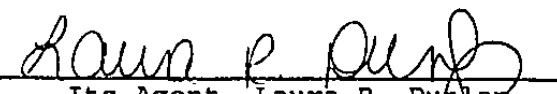
Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these
Articles of Incorporation on July 18, 1996.


Its Agent, Laura R. Dunlap
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, 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.

By: 
Its Agent, Laura R. Dunlap
Authorized Service Representative
Corporation Service Company

DGS