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SUITE 775N  
4550 MONTGOMERY AVENUE  
BETHESDA, MARYLAND 20814  
(301) 951-1500  
FAX: (301) 951-1525

WRITER'S DIRECT NUMBER IS

951-1505

May 27, 1997

VIA FEDERAL EXPRESS

Division of Corporations  
Department of State  
409E Gaines Street  
Tallahassee, Florida 32399

400002193464--7  
-05/28/97--01065--016  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Global Logic Corp.  
Our File No. 16100.1

Gentlemen:

I enclose for filing Articles of Incorporation on behalf of the above Corporation, along with our check in the amount of \$122.50 to cover the filing fee.

Please return the receipted copy in the federal express envelope provided.

Please call me if you have any questions or if additional information is requested. Thank you.

Sincerely yours,

*Polly S. Brown*  
Polly S. Brown  
Corporate Paralegal

PSS

Enclosures

MAY 30

BSB

FILED  
97 MAY 28 AM 11:16  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
GLOBAL LOGIC CORPORATION**

97 MAY 28 AM 11:16

The undersigned, acting as incorporator of Global Logic Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the Corporation is: GLOBAL LOGIC CORPORATION

**ARTICLE II - COMMENCEMENT OF EXISTENCE**

The existence of the Corporation will commence at such time as these Articles of Incorporation are accepted by the Florida Secretary of State.

**ARTICLE III - DURATION**

The duration of the Corporation will be perpetual.

**ARTICLE IV - PURPOSE**

The general purpose or purposes for which the Corporation is organized is to transact any and all lawful businesses for which a corporation may be incorporated under the Florida General Corporation Act.

**ARTICLE V - AUTHORIZED SHARES**

The maximum number of shares that the Corporation is authorized to have outstanding at any time is one thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

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

The street address of the principal and initial registered office of the Corporation is 3279 Clint Moore Road, Suite 205, Boca Raton, Florida 33496, and the name of the Corporation's initial registered agent at that address is David K. Hass.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, as provided in the Bylaws. The initial

director of the Corporation shall be David K. Hass who shall serve in such capacity until the first annual meeting of the stockholders, or until their successors are duly elected and qualified.

#### **ARTICLE VIII - INCORPORATOR**

The name and street address of the incorporator is:

Name

Address

Joe L. Leone, Esq.

West & Feinberg, P.C.  
4550 Montgomery Avenue  
Suite 775N  
Bethesda, Maryland 20814

#### **ARTICLE IX - INDEMNIFICATION**

To the extent permitted by law, the Corporation shall indemnify and hold harmless each person serving as Officers or Directors of the Corporation, and each person who serves at the request of the Corporation as a Director or Officer of any other Corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being Director or Officer of the Corporation, or by reason of any action alleged to have been taken or omitted by him as a Director or Officer. The Corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be adjudged that such Officer or Director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contain or restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27 day of May, 1997.

  
\_\_\_\_\_  
Joe L. Leone, Incorporator

STATE OF MARYLAND           )  
  )  
COUNTY OF MONTGOMERY    )    SS:

Before me, the undersigned authority, personally appeared Joe L. Leone, to me well known to be the person described in and who executed and subscribed the foregoing Articles of Incorporation, and he acknowledged before me, that he executed the same and subscribed to the same for the purposes therein expressed.

WITNESS my hand and official seal at Bethesda, Montgomery County, Maryland this 27<sup>th</sup> day of May, 1997.

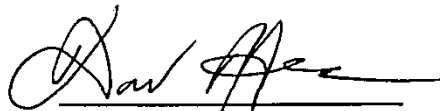
  
Notary Public, State of Maryland  
at Large

My Commission Expires:

DARLENE E. W. TOWSON  
NOTARY PUBLIC STATE OF MARYLAND  
My Commission Expires October 12, 1998

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for Global Logic Corporation in the foregoing Articles of Incorporation I, on behalf of Global Logic Corporation, hereby agree to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of F.S. §607.325.



David K. Hass

FILED  
97 MAY 28 AM 11:16  
TALLAHASSEE, FLORIDA