

P98000032244

GSF, INC.

12363 N.W. 27th Place

Coral Springs, Florida 33065

February 6, 1998

VIA UPS OVERNIGHT

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

800002425338--9
-02/09/98--01092--018
****122.50 ****122.50

Re: GSF, Inc.
Filing of Florida Corporation

EFFECTIVE DATE
2-2-98

To whom it may concern:


Enclosed herewith you will find the Articles of Incorporation with respect to the above referenced corporation.

You will also find enclosed our check in the amount of \$122.50 representing filing fees and the fee for a certified copy. Please return same to the address located hereon.

If you have any questions, please do not hesitate to call.

Very truly yours,

GSF, INC.


Anna R. Federman,
Secretary/Treasurer

W98-2991

ARF/tn

Enclosures

K:\TINA\SECSTATE\ARF

2544

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -9 AM 11:12

5/4/8



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 10, 1998

ANNA R. FEDERMAN
12363 NW 27TH PLACE
CORAL SPRINGS, FL 33065

SUBJECT: GSF, INC.
Ref. Number: W98000002991

*changed name
2-18-98*

We have received your document for GSF, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 198A00007632



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 23, 1998

ANNA R. FEDERMAN
12363 NW 27TH PLACE
CORAL SPRINGS, FL 33065

SUBJECT: GSF ENTERPRISES, INC.
Ref. Number: W98000002991

We have received your document for GSF ENTERPRISES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 998A00010115

ARTICLES OF INCORPORATION

OF

GSF COMPUTERS, INC.

FILED STATE
SECRETARY OF CORPORATIONS
98 FEB -9 AM 11:12

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is GSF COMPUTERS, INC., whose principal place of business is 12363 N.W. 27th Place, Coral Springs, Florida 33065.

ARTICLE II

The period of duration of the corporation is perpetual.

EFFECTIVE DATE

2-2-98

ARTICLE III

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV

The corporation shall have the authority to issue one thousand (1,000) shares of Common Stock, with a par value of \$1.00 per share. All common shares be identical with each other in every respect and the holders of common shares shall be entitled to one vote per each share on all matters on which shareholders have the right to vote.

ARTICLE V

The address of its initial registered office is GSF Computers, Inc. 12363 N.W. 27th Place, Coral Springs, Florida 33065 and the name of its initial registered agent at said address is Gregory S. Federman.

ARTICLE VI

The number of directors constituting its initial Board of Directors is two (3), whose names and addresses are:

Gregory S. Federman
12363 N.W. 27th Place
Coral Springs, Florida 33065

Anna R. Federman
12363 N.W. 27th Place
Coral Springs, Florida 33065

Jeanette M. Federman
14750 N.W. 16th Street
Davie, Florida 33025

ARTICLE VII

The name and address of the incorporator is:

Gregory S. Federman 12363 N.W. 27th Place
Coral Springs, FL. 33065

ARTICLE VIII

The shareholders shall have the power to adopt, amend, alter, change, or repeal the Articles of Incorporation when proposed and approved at a stockholder's meeting, with not less than a two-thirds vote of the common stock.

ARTICLE IX

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE X

The holders of the common stock of this corporation shall have preemptive right to purchase,

at prices, terms, and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money (money or any property or services) from time to time, in addition to that stock authorized by the corporation. The preemptive right of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

ARTICLE XI

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE XII

Pursuant to Section 607.0203 Florida Statute (1995), the effective date of the commencement of corporate existence is the 2 Nd day of February 1998, which is the date of subscription and acknowledgment of the Articles of Incorporation. Said Articles of Incorporation are to be filed within five days after such date.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed these Articles of Incorporation at Ft. Lauderdale, Broward County, Florida, on the 2 nd day of February, 1998.



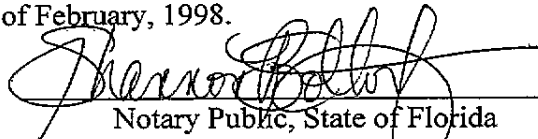
Gregory S. Federman

STATE OF FLORIDA

COUNTY OF BROWARD

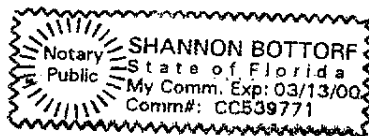
BEFORE ME, the undersigned authority personally appeared Gregory S. Federman who is to me well known to be the person described in and who subscribed to the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Ft. Lauderdale, in said County and State this 2 nd day of February, 1998.


Notary Public, State of Florida

Printed Name: Shannon Bottorf

My Commission Expires:



ACKNOWLEDGMENT OF REGISTERED AGENT

STATE OF FLORIDA

COUNTY OF BROWARD

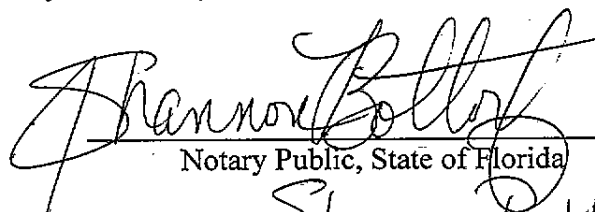
BEFORE ME, the undersigned authority personally appeared Gregory S. Federman, who is to me well known to be the person described in and who is named as the Registered Agent in the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he has authorized said corporation to name him as its initial Registered Agent for the purposes mentioned and set forth in Article V. He did further agree to comply with the provisions of Section 607.0505 Florida Statute (1995) all statutes relating to the proper and complete performance of his duties, and he is familiar with and accepts the obligations of his position as Registered Agent.



Gregory S. Federman

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -9 AM 11:12

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Fort Lauderdale, in said County and State this 2 nd day of February, 1998.



Notary Public, State of Florida
Printed Name: Shannon Bottorf

My Commission Expires:

