

May-15-98 10:17 AM FERNAND LAMOTHE C.A.

P.01

P980000044073

5/15/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

9:52

((H98000009115 0))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FERNAND LAMOTHE, INC.
CONTACT: FERNAND LAMOTHE
PHONE: (954)768-9548

ACCT#: 105057001570

FAX #: (954)768-9775

NAME: GST PARTNERS USA INC
AUDIT NUMBER.....H98000009115
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 3
CERT. COPIES.....0 DEL.METHOD.. FAX
EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER <CR> TO RETURN TO THE DOCUMENT LIST, ENTER 'M' FOR MENU. **
** INVALID SELECTION...PLEASE RE-ENTER **

FILED
98 MAY 15 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W98-11076

m 5/15/98

FILED

98 MAY 13 AM 11:21
FAX AUDIT # H98000009115 0

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

GST PARTNERS USA INC.

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be " GST PARTNERS USA INC. "

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is 721 S.E. 17th STREET, FORT LAUDERDALE, FL 33316.

ARTICLE III CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of Common Stock, par value \$ 1.00 per share.

ARTICLE IV PURPOSE

The 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.

Fernand Lamothe
721 S.E. 17th Street
Fort Lauderdale, Fl. 33316
954-768-9548

FAX AUDIT # H98000009115 0

FAX AUDIT # H98000009115 0

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Fernand Lamothe, 721 S.E 17Th Street, Fort Lauderdale, Florida 33316.

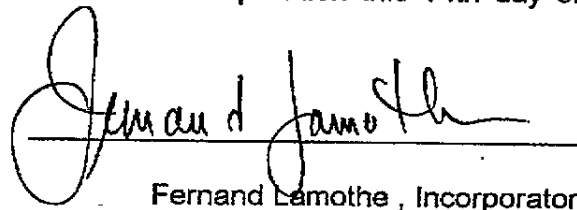
ARTICLE VI INCORPORATOR

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

Fernand Lamothe
721 S.E. 17th Street, Fort Lauderdale,
Florida, 33316

The Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The name and address of the initial Directors are Mr. Pierre Christen, President, 8 Chemin des Roches, C.P. 206, CH 1009, Pully (Vaud), Switzerland, and Mrs. Merryl Christen, Secretary, 8 Chemin des Roches, C.P. 206, CH 1009, Pully (Vaud), Switzerland.

The undersigned has executed these Articles of Incorporation this 14th day of May, 1998.


Fernand Lamothe, Incorporator

FAX AUDIT # H98000009115 0

FAX AUDIT # H98000009115 0

CERTIFICATE DESIGNATING THE ADDRESS

AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

Having been named to accept service of process for Corporation, at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: May 14, 1998


FERNAND LAMOTHE
Registered Agent

FAX AUDIT # H98000009115 0

FILED
98 MAY 15 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA