

P98000082044

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-09/21/98--01008--003
****131.25 ****131.25

SUBJECT: GSE CORP.

(Proposed corporate name - must include *suffix*)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Michele Galan
Name (Printed or typed)

117 NE 9th Avenue
Address

Deerfield Beach, FL 33441
City, State & Zip

954-427-6259
Daytime Telephone number

FILED
98 SEP 21 PM 1:03
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

9-22-98
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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose 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:

GSE Corp.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

117 NE 9th Avenue
Deerfield Beach, FL 33441

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

FIVE THOUSAND (5,000) shares of ONE DOLLAR (\$1.00) par value, stock, which shall be designated common shares.

Section 1. Dividends

The directors may declare and pay dividends upon the common shares.

Section 2. Rights upon Liquidation or Dissolution

In the event of any voluntary or involuntary liquidation, dissolution, or winding up of this corporation, the holders of record of the outstanding common shares shall be entitled to be paid proportionally for each of such common shares, plus any accumulated dividends thereon up to the date of such liquidation, dissolution, or winding up of this corporation, whether or not this corporation shall have a surplus or earnings available for dividends, and any more.

Section 3. Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

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ARTICLE IV INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The directors shall have concurrent terms and serve for a period of one (1) year. The name and address of the initial director of this corporation is:

Michele Galan
117 NE 9th Avenue
Deerfield Beach, FL 33441

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Michele Galan
117 NE 9th Avenue
Deerfield Beach, FL 33441

ARTICLE VI INCORPORATOR

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

Michele Galan
117 NE 9th Avenue
Deerfield Beach, FL 33441

Michele Galan
Signature/Incorporator

9-16-98
Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

Michele Galan
Signature/Registered Agent

9-16-98
Date

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Michele Galan, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

FDL-G450640678110203

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 16 day of September, A.D. 1998.

Evamarie S. Coppiano

Notary Public, State of Florida

My Commission Expires:

