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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 25 PM 1:28

November 20, 1998

Florida Department of State
Division of Corporations
409 East Gaines Street
TALLAHASSEE, Florida 32399

Re: G L S HOLDING, INC

Greetings:

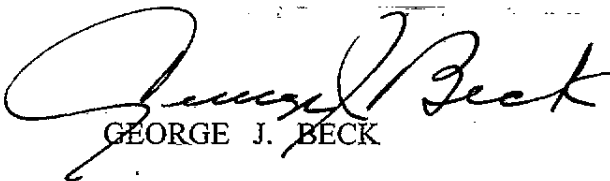
Enclosed are Articles of Incorporation for the above-captioned entity for filing with your office.

Also enclosed is my check in the amount of \$ 78.75 to cover the fees for filing and certification.

Thank-you for your assistance.

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-11/25/98--01077--014
*****78.75 *****78.75

Sincerely,


GEORGE J. BECK

Encl:

D. BROWN DEC - 2 1998

ARTICLES OF INCORPORATION

FOR

G L S HOLDING, INC.

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The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - CORPORATE NAME

The name of the corporation shall be: **G L S HOLDING, INC.**

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

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

5400 Park Street North (Suite PH-9)
St. Petersburg, Florida 33709

ARTICLE III - PURPOSES

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock with a par value of ten dollars (\$10) per share.

ARTICLE V - REGISTERED AGENT

The name and address of the initial registered agent of this corporation is:

GEORGE J. BECK
5400 Park Street North (Suite PH-9)
St. Petersburg, Florida 33709

ARTICLES OF INCORPORATION OF G L S HOLDING, INC.; PAGE 2

ARTICLE VI - DIRECTORS

This corporation shall have initially one director. The number of directors may be increased or decreased from time to time as provided in the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

GEORGE J. BECK
5400 Park Street North (Suite PH-9)
St. Petersburg, Florida 33709

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is:

GEORGE J. BECK
5400 Park Street North (PH-9)
St. Petersburg, Florida 33709

ARTICLE VIII - TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLE IX - INDEMNIFICATION

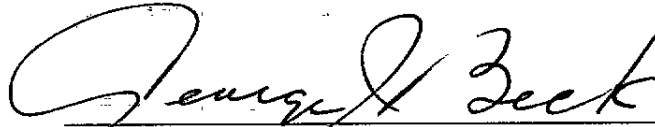
This corporation shall indemnify, defend, save and hold harmless and insure its officers and directors to the fullest extent permitted by law, either now or hereafter.

ARTICLE X - AMENDMENT

These articles may be amended in the manner provided by law. Each and every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of votes cast by holders of the stock entitled to vote.

ARTICLES OF INCORPORATION OF G L S HOLDING, INC.; PAGE 3

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 20th day of November, 1998.

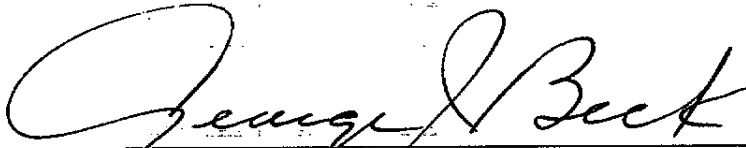


GEORGE J. BECK, Incorporator

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ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.



GEORGE J. BECK, Registered Agent