

CHARTER  
OF  
GOVERNMENT SERVICES, INCORPORATED

The undersigned natural person, having capacity to contract and acting as the incorporator of a corporation under the Alabama Business Corporation Act, adopt the following charter for such corporation.

1. The name of the corporation is GOVERNMENT SERVICES, INCORPORATED, DBA/ GSI CORPORATION.
2. The duration of the corporation shall be perpetual.
3. The address of the principal office of the corporation in the State of Alabama shall be 961 Riverchase Parkway, West., Birmingham, Alabama, County of Shelby.
4. The corporation is for profit.
5. The purpose for which the corporation is organized are: to bid and purchase School and Office Supplies, and the likes, and to distribute and sell same to government agencies in the United States and or any Foreign County either at wholesale or at retail.

INFURTHERANCE, and not limitation, of the general powers conferred by law and the objects and purposes herein set forth, this corporation shall also have the following powers:

- 1) to take, own, hold, deal in, mortgage of otherwise give liens against, and to lease, sell, exchange, transfer, or in any manner whatsoever buy or dispose of real property wherever situated.
- 2) To manufacture, purchase or acquire, and to hold, own, and in any manner dispose of and deal with goods, wares, merchandise and personal property wherever situated.

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3) To enter into and perform contracts of every kind: to acquire and deal with with its own stock, or stock in other corporations; to guarantee another's debts in furtherance of the lawful purposes of the corporation; to become a partner in any lawful business or venture.

4) To acquire the assets and goodwill of any person, firm or corporation, and to pay for such assets and goodwill in cash, stock of this corporation, or otherwise, or by undertaking any of the liabilities of the transferor; to hold or in any manner dispose of the property so acquired; to conduct in any lawful manner, the whole or any part of any business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

5) Without limit as to amount, to draw, make, accept, endorse, discount, and issue notes, drafts, bills of exchange, bonds, debentures, and other negotiable instruments and evidences of indebtedness, to the maximum extent permitted by law.

6) To have one or more offices; to conduct its business and promote its objects within and without the state.

7) To carry on any other business in connection with all the powers conferred upon corporations under the Alabama Business Corporation Act and other statutes of the State of Alabama.

The aforesaid enumerated powers are to be construed both as purposes and powers, and shall not be limited or restricted by reference to or inference from the terms of any provision herein; nor shall the expression of one thing be deemed to exclude another, although it be of like nature.

6. The maximum number of shares which the corporation shall have the authority to issue is ONE THOUSAND (1,000) shares, with \$1.00 par value.

7. The corporation will not commence business until consideration of ONE THOUSAND DOLLARS (\$ 1,000.00) has been received for the issuance of shares.

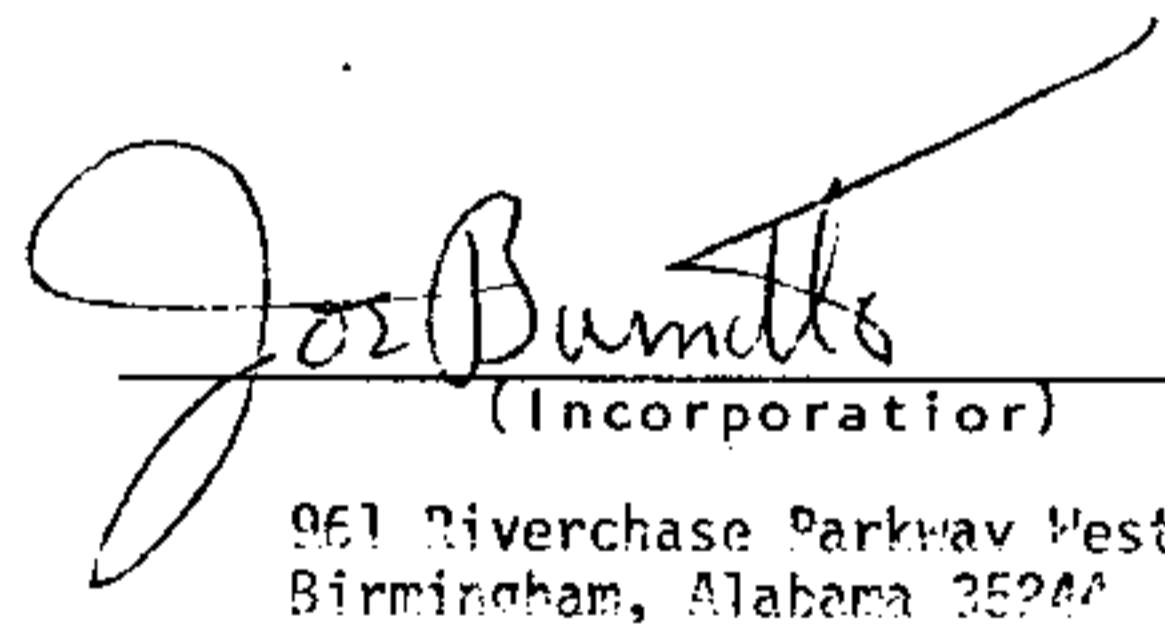
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8. Other provisions.

1) All or any part of said capitol stock may be payable either in cash, property, labor or services at a just valuation to be fixed by the Board of Directors, and the judgment of such directors as to the value shall, in the absence of fraud, be conclusive upon the stockholders and parties dealing with the corporation. The capitol stock may be issued and paid for at such time or terms and conditions as the directors may determine and the amount of the capitol stock increased or decreased in manner provided by law; provided, however, that the stock of the corporation shall be non-assessable.

2) The Maximum number of directors of this corporation shall not be more than FIVE (5).

Dated JAN. 2, 1985

  
(Incorporator)  
961 Riverchase Parkway West  
Birmingham, Alabama 35244

Registered agent shall be  Joe Burnette, 961 Riverchase Parkway West, Birmingham, Ala. 35244.

The names of the Directors are: Lisa Nicks, 1111 Sir George Circle, Virginia Beach, VA.  
Phyllis G. Burnette, 961 Riverchase Pkwy., Birmingham, AL. 35244  
David D. Aston, 5910 Holston Hill's Road, Knoxville, Tennessee.  
Joe Burnette, 961 Riverchase Pkwy, Birmingham, AL.  
Garrett Spencer, 1111 Sir George Circle, Virginia Beach, Va.



# STATE OF ALABAMA

I, Don Siegelman, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions

of Section 10-2A-26, Code of Alabama 1975, the corporate name \_\_\_\_\_

Government Services, Inc.

is reserved as available based only upon an examination of the corporation records

on file in this office for the exclusive use of Government Services, Inc.

for a period of one hundred twenty days from this date. In the case of a domestic

corporation, the name of the county in which the corporation was or is proposed to

be incorporated is Shelby. I further certify that as set out in

the application for reservation of corporate name, the Secretary of State's

office does not assume any responsibility for the availability of the corporate

name requested nor for any duplication which might occur.

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In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

October 16, 1984 - expires 2-14-85

Date

Don Siegelman

Secretary of State

# State of Alabama

## County

SHELBY

### CERTIFICATE OF INCORPORATION

OF

GOVERNMENT SERVICES, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of GOVERNMENT SERVICES, INC., duly signed pursuant to the provisions of Section 64 of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of GOVERNMENT SERVICES, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 2nd day of JANUARY, 1985.



STATE OF ALA. SHELBY CO.  
 I CERTIFY THIS  
 1985 JAN -2 AM 11:22  
 Judge of Probate  
 Rec 35.00  
 Jud 1.00  
 36.00

*Thomas A. Snowden, Jr.*  
 Judge of Probate

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