

FOI 0000002866

TRANS. UTIL. FE. T. R.

TO: Registration Section
Division of Corporations

SUBJECT: IMSoTech, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

000004315790--8
-05/24/01--01090--011
*****78.75 *****78.75

Donna M. Haynes

(Name of Person)

Invensys Control Systems

(Firm/Company)

2809 Emerywood Parkway, Suite 400

(Address)

Richmond, Virginia 23294

(City/State and Zip code)

For further information concerning this matter, please call:

Donna M. Haynes

(Name of Person)

at (804) 756-6569

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

SECRETARY OF STATE
 TALLAHASSEE FLORIDA
 01 MAY 24 PM 1:19
 FILED
 LR 5/30

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. IMSoFTech, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. 75-2652838
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. 05/01/1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

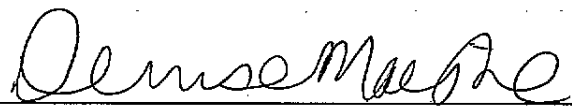
7. 1101 SSW Loop 323
(Principal office address)
Tyler, Texas 75701
(Current mailing address)

8. Develop & support software systems & services for utility & municipal management
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: CF Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)

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TALLAHASSEE FLORIDA

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature) *Denise Maestre, Asst Sec
CF Corporation System*

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Rod Powell

Address: 2809 Emerywood Parkway, Suite 400
Richmond, Virginia 23294

Vice Chairman: N/A

Address: _____

Director: Timothy J. Dolan

Address: 2809 Emerywood Parkway, Suite 400
Richmond, Virginia 23294

Director: Bob Broda

Address: 8609 Six Forks Road
Raleigh, North Carolina 27615

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: Bob Broda

Address: 8609 Six Forks Road
Raleigh, North Carolina 27615

Vice President: Bart Brunk

Address: 8609 Six Forks Road
Raleigh, North Carolina 27615

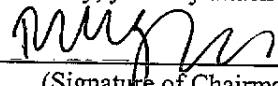
V. Pres. & Secretary: Timothy J. Dolan

Address: 2809 Emerywood Parkway, Suite 400 Richmond, Virginia 23294

V. Pres. & Treasurer: Barry W. Seneri

Address: 8609 Six Forks Road Raleigh, North Carolina 27615

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Timothy J. Dolan, Vice President & Secretary
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IMSOETECH, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF MAY, A.D. 2001.

FILED
01 MAY 24 PM 1:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1115779

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DATE: 05-04-01