

**F01000003834**

TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: TOMPKINS ASSOCIATES, 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:

Brian E. Upchurch (Name of Person)  
Tompkins Associates, Inc. (Firm/Company)  
2809 Millbrook Road (Address)  
Raleigh, NC 27604 (City/State and Zip code)

400004446304--6  
-06/26/01--01086--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

W01-1572

For further information concerning this matter, please call:

Brian E. Upchurch at (919) 876-3667  
(Name of Person) (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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
01 JUL 20 AM 8:48

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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



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 2, 2001

BRIAN E. UPCHURCH  
TOMPKINS ASSOCIATES, INC.  
2809 MILLBROOK ROAD  
RALEIGH, NC 27604

SUBJECT: TOMPKINS ASSOCIATES, INC.  
Ref. Number: W01000015172

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We have received your document for TOMPKINS ASSOCIATES, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please note that the adopted name is for use in Florida only and does not affect your filing in North Carolina in any way. Also, please note that you cannot adopt a name by adding "Florida" or "of Florida" to your name. You may wish to call the number below to check the availability of any name you would like to adopt.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 201A00039435

July 16, 2001

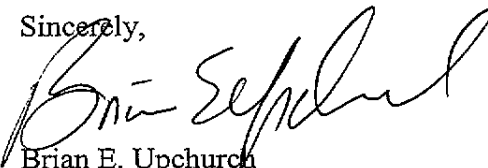
Lee Rivers  
Document Specialist  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Letter number: 201A00039435

Dear Mr. Rivers:

Enclosed please find a corporate resolution approving the use of a new corporate name in Florida. Please process our earlier application for registration as a foreign corporation.

Sincerely,

  
Brian E. Upchurch  
General Counsel

BEU/st  
Enclosures

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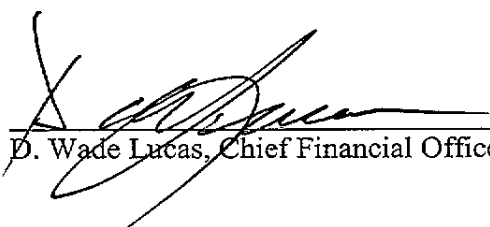
RESOLUTION OF THE BOARD OF DIRECTORS  
OF TOMPKINS ASSOCIATES, INC.

Raleigh, North Carolina

I, D. Wade Lucas, Chief Financial Officer, do hereby certify that this Resolution of the Board of Directors of Tompkins Associates, Inc., a corporation duly organized and existing under the laws of the State of North Carolina, was duly adopted on July 16, 2001.

Be it resolved, that Tompkins Associates, Inc., hereby adopts the name Tompkins Associates-Integration Dimension, Inc. for use in Florida.

July 16, 2001

  
\_\_\_\_\_  
D. Wade Lucas, Chief Financial Officer

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**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. Tompkins Associates, 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. North Carolina 3. 56-1273771  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 2, 1980 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 1, 2001  
(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. 2809 E Millbrook Road, Raleigh, NC 27604  
(Principal office address)

same  
(Current mailing address)

8. To engage in the business of consulting and industrial education  
(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: Anthony J. Gerace

Office Address: 5850 T. G. Lee Blvd, Ste 520  
Orlando, Florida 32822  
(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.*

Anthony J. Gerace  
(Registered agent's signature)

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: Dr. James A. Tompkins

Address: 2809 E Millbrook Rd

Raleigh, NC 27604

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Jerry D. Smith

Address: 2809 E Millbrook Rd

Raleigh, NC 27604

Director: John C. Spain

Address: 2809 E Millbrook Rd

Raleigh, NC 27604

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TALLAHASSEE FLORIDA

B. OFFICERS

President: Dr. James A. Tompkins

Address: 2809 E Millbrook Rd

Raleigh, NC 27604

Vice President: Jerry D. Smith

Address: 2809 E Millbrook Rd

Raleigh, NC 27604


Secretary: John C. Spain

Address: 2809 E Millbrook Rd., Raleigh, NC 27604

Treasurer: John C. Spain

Address: \_\_\_\_\_

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. Jerry D. Smith, Vice President  
(Typed or printed name and capacity of person signing application)



# NORTH CAROLINA

## Department of The Secretary of State

### CERTIFICATE OF EXISTENCE

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

### TOMPKINS ASSOCIATES, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 2nd day of July, 1980, with its period of duration being Perpetual.

I **FURTHER** certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 **has been** delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 20th day of June, 2001.

*Elaine F. Marshall*  
Secretary of State