

F 96000003759

No 52902

CAPITAL CONNECTION, INC.
 417 E. Virginia St., Suite 100 Tallahassee, FL 32301, (904) 222-1222
 Mailing Address: Post Office Box 1000, Tallahassee, FL 32302
 TEL. FROM FL: 1-800-342-8062
 FAX (904) 222-1222

RE Interactive Solutions, Inc

NAME _____
 FIRM _____
 ADDRESS _____

 PHONE () _____
 Service: Top Priority _____ Regular _____
 One Day Service Two Day Service
 To us via _____ Return via _____
 Matter No.: _____ Express Mail No. _____
 State Fee \$ _____ Our \$ _____

	O.C. FEE.	DISBURSED
_____ Capital Express™	_____	_____
_____ Art. of Inc. File	_____	_____
_____ Corp. Record Search	_____	_____
_____ Ltd. Partnership File	_____	_____
<input checked="" type="checkbox"/> Foreign Corp. File	_____	_____
<input type="checkbox"/> () Corl. Copy(s)	_____	_____
<u>PAID</u> _____	_____	_____
_____ Art. of Amend. File	_____	_____
_____ Dissolution/Withdrawal	_____	_____
_____ C U S.	_____	_____
_____ Flotitious Name File	_____	_____
_____ Name Reservation	_____	_____
_____ Annual Report/Reinstatement	_____	_____
_____ Reg. Agent Service	_____	_____
_____ Document Filing	_____	_____
_____ Corporate Kit	_____	_____
_____ Vehicle Search	_____	_____
_____ Driving Record	_____	_____
_____ Document Retrieval	_____	_____
_____ UCC 1 or 3 File	_____	_____
_____ UCC 11 Search	_____	_____
_____ UCC 11 Retrieval	_____	_____
_____ File No.'s, _____ Copies	_____	_____
_____ Courier Service	_____	_____
_____ Shipping/Handling	_____	_____
_____ Phone ()	_____	_____
_____ Top Priority	_____	_____
_____ Express Mail Prep.	_____	_____
_____ FAX () pgs.	_____	_____

W396-14119
 SEARCHED INDEXED
 SERIALIZED FILED
 JUL 25 1996
 TALLAHASSEE, FL
 DIVISION OF CORPORATIONS
 *****70.00 *****70.00

LC
 7/25

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 96 JUL 25 PM 12:10
 TALLAHASSEE, FL
 DIVISION OF CORPORATIONS

SUBTOTALS	
FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
.....	\$ _____

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	7-5-96	_____	_____
TIME	90.00	_____	CK No. _____
BY	CD	_____	_____

WALK-IN
 Will Pick Up _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection



RECEIVED

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

06 JUL 06 11:30

DEPARTMENT OF CORPORATIONS

July 5, 1996

CAPITAL CONNECTION

SUBJECT: INTERACTIVE SOLUTIONS, INC.
Ref. Number: W96000014119

We have received your document for INTERACTIVE SOLUTIONS, 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 return your document, along with 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 (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 896A00032960

Corrected

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Ewan R. Cameron, Chairman do hereby certify

that this Resolution of the Board of Directors of Interactive Solutions, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Delaware

was duly adopted on July 8, 19 98

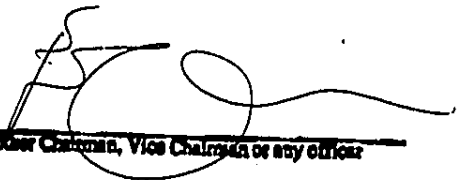
Be it resolved, that Interactive Solutions, Inc.

(Corporate Name)

organized and existing in the State of Delaware, hereby adopts the name

Interactive Solutions of Delaware, Inc. for use in Florida.

Dated: July 8, 1998


Signature of either Chairman, Vice Chairman or any officer

Ewan R. Cameron, Chairman
Type or print name

WH31X490

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 25 PM 12:10

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION 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. Interactive Solutions, 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. 85-0849648
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3/11/96 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. 2150 Whitfield Industrial Way
Sarasota, Florida 34243
(Current mailing address)

8. Any lawful activity
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Teltronics, Inc.

Office Address: 2150 Whitfield Industrial Way

Sarasota, Florida, 34243
(Zip Code)

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.

Teltronics, Inc.

By: [Signature]
(Registered agent's signature) President

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 25 PM 12:11

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

A. DIRECTORS

Chairman: Ewon R. Cameron

Address: 2150 Whitfield Industrial Way
Sarasota, Florida 34243

Vice Chairman: _____

Address: _____

Director: _____

Address: _____
Sarasota, Florida 34243

Director: Paul D. Shrader

Address: 2150 Whitfield Industrial Way
Sarasota, Florida 34243

B. OFFICERS

CHAIRMAN Chairman: Ewon R. Cameron

Address: 2150 Whitfield Industrial Way
Sarasota, Florida 34243

PRESIDENT: ~~Mr.~~ *President* Kevin B. Rogers

Address: 2150 Whitfield Industrial Way
Sarasota, Florida 34243

Secretary: Paul D. Shrader

Address: 2150 Whitfield Industrial Way
Sarasota, Florida 34243

Treasurer: Paul D. Shrader

Address: 2150 Whitfield Industrial Way
Sarasota, Florida 34243

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. Ewon R. Cameron, ~~President~~ CHAIRMAN
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 25 PM 12:10

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INTERACTIVE SOLUTIONS, 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 THIRD DAY OF JUNE, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 25 PM 12:10



Edward J. Freel

Edward J. Freel, Secretary of State

2601353 8300

960159678

AUTHENTICATION:

7969567

DATE:

06-03-96