

F 96000004296
TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

500001928535
-08/21/96--01058--015
*****78.75 *****78.75

SUBJECT: The Lenco Group, 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:

Wayne Cooper
(Name of Person)
The Lenco Group, Inc.
(Firm/Company)
2846 B Remington Circle
(Address)
Tallahassee, Florida 32308
(City, State and Zip Code)

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Should you need to call someone concerning this matter, please call:

Wayne Cooper at (904) 385 - 6777
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**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. The Lenco Group, 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. Massachusetts 3. 043125811
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 6, 1991 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 1, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 2846 B Remington Circle
Tallahassee, FL 32308
(Current mailing address)

8. See Exhibit "A", attached
(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: Thomas Johnson
Office Address: 2846 B Remington Circle
Tallahassee, Florida, 32308
(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.


(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.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Wayne Cooper

Address: 1719 Vineyard Way

Tallahassee, FL 32301

Vice Chairman: N/A

Address: _____

Director: N/A

Address: _____

Director: Wayne Cooper

Address: 1719 Vineyard Way

Tallahassee, FL 32301

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Wayne Cooper

Address: 1719 Vineyard Way

Tallahassee, FL 32301

Vice President: N/A

Address: _____

Secretary: Nashlee George

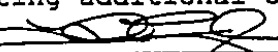
Address: 2886 Manila Palm Court

Tallahassee, FL 32308

Treasurer: Thomas Johnson

Address: 2301 Doomar Drive, Tallahassee, FL 32303

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. Thomas Johnson, Treasurer
(Typed or printed name and capacity of person signing application)

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EXHIBIT A

To engage in research and development, purchase, sale, import, export, license, distribution, manufacture or rental of any product and property of every kind and description, ideas, systems, procedures and services of any nature, including without limiting the generality of the foregoing, all types of products known as computer software; products related thereto; and the wholesale sale and distribution of pharmaceutical products. To engage in all services related to the design of computer software including analysis and development and modification of computer programs; to engage in management consulting and project performance, including assemblage of personnel teams and necessary therefor; all in Massachusetts and elsewhere; to buy and acquire all materials and equipment incidental thereto; to buy, own, rent or dispose of land and buildings or other space for any purchase; to enter into and perform contracts of sale or purchase, employment, mortgage, pledge, borrowing, guarantee, or for rental or for services to be rendered or received, or any other manner of contract; and to engage in any other lawful business activity, all as permitted a Massachusetts corporation under General Laws, Chapter 156B.

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William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02188

August 2, 1996

To Whom It May Concern :

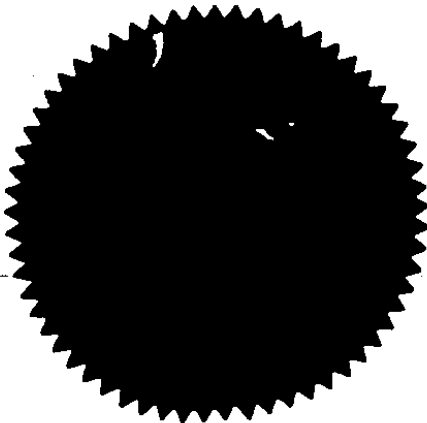
I hereby certify that,

The Lenco Group, Inc.

appears by records of this office to have been incorporated under the General Laws of this Commonwealth on **May 7, 1991**.

I also certify that so far as appears of record here, said corporation still has legal existence.

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In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

* MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.

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ACCOUNT NO. : 072100000032

REFERENCE : 505792 8316A

AUTHORIZATION Patricia P...

COST LIMIT : \$ 35.00

ORDER DATE : August 22, 1997

ORDER TIME : 11:33 AM

ORDER NO. : 505792-015

CUSTOMER NO: 8316A

200002277722-1-9

CUSTOMER: Mr. Robert Calabro
Accustaff Incorporated
177 Crossways Park Drive
Woodbury, NY 11797

CHANGE OF AGENT

NAME: Lenco Group Inc.

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197 AUG 26 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY

CONTACT PERSON: Susana Romagosa

Handwritten signatures and initials

Susana Romagosa GAVE
AUTHORIZATION BY PHONE (T.)
CORRECT NAME
DATE 8-26
DOC. EXAM [initials]

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of MA _____ submits the following statement in order to change its registered office or registered agent, or both, in the State Florida.

1a. The name of the corporation is: _____
The Lenco Group, Inc

1b. Date of incorporation: _____ Document number _____

2. The name and address of the current registered agent and office:
TOM JOHNSON
2846B REMINGTON GREEN CIRCLE TALLAHASSEE FL 32308

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)
CORPORATION SERVICE COMPANY
1201 Hays Street, Tallahassee, Florida 32301

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TALLAHASSEE, FLORIDA

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

SIGNATURE
8/14/97

DATE

ROBERT CALABRO
VICE-PRESIDENT-TAXES

Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

CORPORATION SERVICE COMPANY
VICKI SCHREIBER
SIGNATURE By: Vicki Schreiber
ASST VICE PRESIDENT

DATE _____