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CORPORATION(S) NAME

Alphacore Software Corporation

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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. Alydaar Software Corporation
(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. 1638373
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 14, 1994 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 7-21-97
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 2101 Rexford Road, Suite 250W, Charlotte, North Carolina 28211
(Current mailing address)

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

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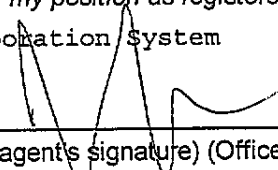
9. Name and street address of Florida registered agent:

Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine
Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System


(Registered agent's signature) (Officer)

Jennifer F. Aultman, Asst. Secy.
(Type Name and Title of Officer)

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Robert F. Gruder
Address: 2101 Rexford Road, Suite 250W
Charlotte, North Carolina 28211

Director:
~~Vice Chairman~~ Thomas J. Dudchik
Address: 2101 Rexford Road, Suite 250W
Charlotte, North Carolina 28211

Director: J. Alex McMillan
Address: 2101 Rexford Road, Suite 250W
Charlotte, North Carolina 28211

Director: V. Hollis Scott
Address: 2101 Rexford Road, Suite 250W
Charlotte, North Carolina 28211

B. OFFICERS

President: Frank G. Milligan
Address: 2101 Rexford Road, Suite 250W
Charlotte, North Carolina 28211

Vice President: Thomas J. Dudchik
Address: 2101 Rexford Road, Suite 250W
Charlotte, North Carolina 28211


Secretary: V. Hollis Scott
Address: 2101 Rexford Road, Suite 250W
Charlotte, North Carolina 28211

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Treasurer: N/A

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. Frank G. Milligan, President
(Typed or printed name and capacity of person signing application)

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

ADDITIONAL OFFICERS:

Chief Executive Officer: Robert F. Gruder
Address: 2101 Rexford Road, Suite 250W
Charlotte, North Carolina 28211

Chief Information Officer: James F. Helm
Address: 2101 Rexford Road, Suite 250W
Charlotte, North Carolina 28211

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STATE OF 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

ALYDAAR SOFTWARE CORPORATION

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 14th day of January, 1994, with its period of duration being perpetual.

I **FURTHER** certify that 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 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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DIV. SECRETARY OF STATE
JAN 28 1999
Raleigh, NC



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 27th day of January, 1999.

Elaine F. Marshall

Secretary of State