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ACCOUNT NO. : 072100000032

REFERENCE : 379006 4347572

AUTHORIZATION :

Patricia Pruitt

COST LIMIT : \$ 87.50

ORDER DATE : September 17, 1999

ORDER TIME : 9:29 AM

ORDER NO. : 379006-015

600003004066--5

CUSTOMER NO: 4347572

CUSTOMER: Howard G. Katz, Esq
Herold And Haines
25 Independence Blvd.

Warren, NJ 070596747

FOREIGN FILINGS

NAME: ADD SOUTH COMPANY

6

XX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jamela Abaied

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT -4 PM 1:29

RECEIVED
99 OCT -4 PM 12:05
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

*BK
10/4/99*

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: ADD South Company
(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:

Howard G. Katz, Esq.
(Name of Person)

Herold and Haines, P.A.
(Firm/Company)

25 Independence Boulevard
(Address)

Warren, NJ 07059
(City/State/Zip)

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DIVISION OF CORPORATIONS
SECRETARY OF STATE
FILED

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

Howard G. Katz, Esq. at (908) 647-1022
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

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

MAILING ADDRESS:

Qualification/Tax Lien 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

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.

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 DIVISION OF CORPORATIONS
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1. ADD South Company
 (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. New Jersey
 (State or country under the law of which it is incorporated)
3. 22-3679136
 (FEI number, if applicable)

4. September 17, 1999
 (Date of incorporation)
5. Perpetual
 (Duration: Year corp. will cease to exist or "perpetual")

6. October 6th, 1999
 (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. c/o Advanced Digital Data, 6 Laurel Drive, Flanders, New Jersey 07836-9134
 (Current mailing address)

8. Software development and maintenance.
 (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: Corporation Service Company
 Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
 (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.

By *Doreen Haesli* *asst v.p.*
 (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.

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

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

Chairman: Bruce A. Bott

Address: 6 Laurel Drive

Flanders, NJ 07836

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Bruce A. Bott

Address: 6 Laurel Drive

Flanders, NJ 07836

Vice President: Mark Collins

Address: 5790 S. Semoran Boulevard

Orlando, FL 32822

Secretary: Gale A. Bott

Address: 6 Laurel Drive

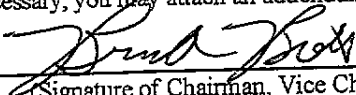
Flanders, NJ 07836

Treasurer: Gale A. Bott

Address: 6 Laurel Drive

Flanders, NJ 07836

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. Bruce A. Bott, President
(Typed or printed name and capacity of person signing application)

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

ADD SOUTH COMPANY

*I, the Treasurer of the State of New Jersey,
do hereby certify that the above-named
New Jersey Domestic Profit Corporation was
registered by this office on September 20, 1999.*

*As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.*

*I further certify that the registered agent and
registered office are:*

Howard G Katz Esq

*25 Independence Blvd
Warren, NJ 07059*

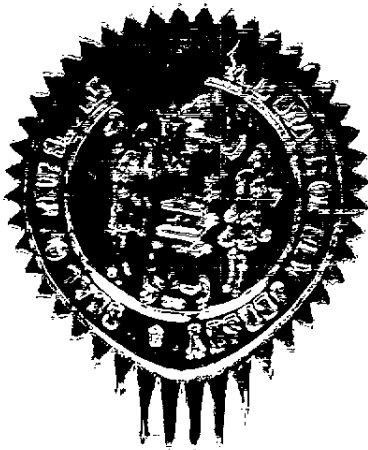
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DIVISION OF REVENUE
99 OCT -4 PM 1:15

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

ADD SOUTH COMPANY

DIVISION OF
99 OCT -14 PM 1:29



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
25th day of September, 1999

A handwritten signature in black ink, appearing to read "Roland M. Machold".

Roland M. Machold
Treasurer