

Document Number Only

M98000000227

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

800002443938--4
-03/02/98--01050--042
***285.00 ***285.00

CORPORATION(S) NAME

Premier Systems Integrators, LLC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -2 PM 11:25 RECEIVED

DIVISION OF CORPORATIONS
98 MAR -2 PM 12:34

Profit

NonProfit

Limited Liability Co.

Foreign

Limited Partnership

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CR2E031 (1-89)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 2, 1998

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: PREMIER SYSTEMS INTEGRATORS, L.L.C.
Ref. Number: W98000004543

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We have received your document for PREMIER SYSTEMS INTEGRATORS, L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The AFFIDAVIT indicates that \$1,000.00 in non-cash property has been contributed. You must attach a brief description of the property. Please note that this description can be VERY BRIEF.

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 (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 098A00011398

Buck — 3/1
Please see
attachment +
back date to:
3/2/98.
Thank —
Tanner


**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

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98 MAR -2 PM 4: 25

The undersigned member or authorized representative of a member of _____
Premier Systems Integrators, L.L.C. - _____ deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 51,000,000 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ 1,000,000 . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 52,000,000 . This total includes amounts from 2 and 3 above.

Premier Systems Integrators, L.L.C.
By: PSI Holdings, Inc., Member/Manager

By:  Donald L. Doctor, Vice President

Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Filing Fee: \$ 52.50 for Affidavit

ATTACHMENT TO AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF FOREIGN LIMITED LIABILITY COMPANY

- 3) Accounts receivable, computer hardware

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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 "PREMIER SYSTEMS INTEGRATORS, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF FEBRUARY, A.D. 1998.

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DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

2826462 8300

AUTHENTICATION: 8930326

981052993

DATE: 02-20-98

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.


1. The name of the limited liability company is: Premier Systems Integrators, L.L.C.

2. The name and address of the registered agent and office is:

CT Corporation System
(Name)
1200 South Pine Island Road
(P.O. Box not acceptable)
Plantation, FL 33324
(City/State/Zip)

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Having been named as registered agent and to accept service of process for the above stated limited liability company 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 relating 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: 
(Signature)

2/26/98
(Date)

Allan Farnell, Asst. Sec.