Document Number Only 8000000227 CT CORPORATION SYSTEM Requestor's Name 660 East Jefferson Street 32301 Tallahassee, FL-222-1092 Phone Zip State City **CORPORATION(S) NAME** () Profit () Merger () NonProfit () Amendment Limited Liability Co. () Dissolution/Withdrawal () Mark かForeian () Other up Fi () Change de R.A. () Annual Report () Limited Partnership () Reservation () Reinstatement)Fic. Name () CUS () Photo Copies () Certified Copy () After 4:30 () Call if Problem () Call When Ready Pick Up Walk In () Mail Out Name Availability PLEASE RETURN EXTRA COPIE MAR 02 1998 FILE STAMPED Document Examiner Updater Verifier Acknowledgment W.P. Verifier 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

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 -Please see attachment +

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

				98 MAR			
1.		s Integrator	s, L.L.C.				
"L	(Name of foreign limited liability comp. C." if not so contained in the name at p	any must end with the resent. Please note:	e words "limited company" or their a "L.L.C." is not an acceptable suffix i	abbreviation \(\frac{1}{\sim} \) n Florida.)			
2	Delaware	3.	56-2057571	=			
•	(Jurisdiction under the law of which for company is organized)	eign limited liability	(FEI number, if applicable	e)			
4.	November 26, 1997	5.	December 31, 20	47			
	(Date of Organizatio	n)	(Duration: Year limited liability cocase to exist or "perpetual")	ompany wili			
6.	December 5, 1997	-					
	(Date first transacted bu	siness in Florida. (Se	e sections 608.501, 608.502, and 81	7.155, F.S.)			
7.	9401 Arrowpoint Blvd., Suite 180						
	Charlotte, NC 28	273_ (Street address of pri					
8. I	List name, title, and business add manage the foreign limited liabilit	lress of each man	aging member[MGRM] or ma	anager[MGR]wh			
*****	manage the foreign number nating	y company m rio	nda: (attach additional page if	necessary)			
	NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:			
	PST Holdings, Inc.	MGRM	Intrepid Premier				
	9401 Arrowpoint Blvd	_	Investment Company, 15 Salt Creek Lane				
			Suite 411				
	Charlotte, NC 28273	WY 4734	Hinsdale, IL 60521				
		June					
	(0,000						
							
				—			
							
			· · · · · · · · · · · · · · · · · · ·				
		_					

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY 8 HAR -2 PH 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 conditions an affirmation under the penalties of podium that the forth choice of the penalties of podium that the forth choice of the penalties of podium that the forth choice of the penalties of podium that the forth choice of the penalties of podium that the forth choice of the penalties of podium that the forth choice of the penalties of podium that the forth choice of the penalties of podium that the forth choice of the penalties of podium that the forth choice of the penalties of podium that the forth choice of the penalties of podium that the forth choice of the penalties of podium that the penalties o

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

3) Accounts receivable, computer hardware

SECRETARY OF STATIONS
ON VISION OF CORPORATIONS
98 MAR -2 PM 4: 25

State of Delaware

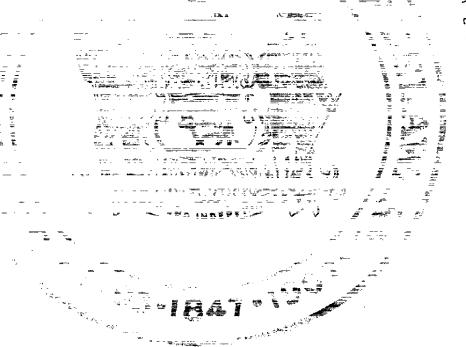
Office of the Secretary of State

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.



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 limi	ited liability company is:	Premier	Systems	Integrators	, L.L.C.
2. The name and addre	ess of the registered ager	nt and office	is:		SECRETAR DIVISION OF 1
	CT Corpo (Name) 1200 South)		PH 4: 25
	(P.O. Box not aco	eptable) — L 3		-	5

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: L = 1 2/26/98

Allan Farnell, Asst. Sec. (Date)