

F99000002334



ACCOUNT NO. : 072100000032
REFERENCE : 220025 4359903
AUTHORIZATION :
COST LIMIT : \$ 70.00

Patricia Pzyut

ORDER DATE : April 27, 1999
ORDER TIME : 1:07 PM
ORDER NO. : 220025-005
CUSTOMER NO: 4359903

000002864480--5

CUSTOMER: Ann E. Williams, Legal Asst
Riordan & Mckinzie
695 Towne Center Dr.
15th Fl.
Costa Mesa, CA 92626

FOREIGN FILINGS

NAME: SCREENING SYSTEMS, INC.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

F99-2334

CONTACT PERSON: Tamara Odom

OA

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DIVISION OF CORPORATION

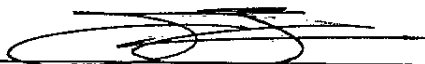
**CERTIFICATE OF SECRETARY
OF
SCREENING SYSTEMS, INC.**

The undersigned, Susan L. Baker, hereby certifies as follows:

1. That she is the duly elected and acting Secretary of Screening Systems, Inc., a California corporation (the "Corporation"); and

2. That attached hereto as **Exhibit A** is a true and correct copy of a resolutions adopting the name, "Screening Systems, Inc. of California" for use in transacting business in the States of Florida and Illinois, which was duly adopted by the Board of Directors of the Corporation by Unanimous Written Consent without a Meeting on March 31, 1999.

Dated: March 31, 1999



Susan L. Baker
Secretary

79061.1

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EXHIBIT A

UNANIMOUS WRITTEN CONSENT
OF
THE BOARD OF DIRECTORS
OF
SCREENING SYSTEMS, INC.

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The undersigned hereby certify that they are all the members of, and together constitute, the Board of Directors (the "Board") of Screening Systems, Inc., a California corporation (the "Corporation"), and by this writing approve the following resolutions and consent to their adoption:

I

ADOPTION OF FICTITIOUS NAME

WHEREAS, the Corporation intends to qualify to transact business in the States of Florida, Georgia, Illinois and Massachusetts.

WHEREAS, the name of the Corporation is not available for use in the States of Florida and Illinois and the Corporation intends to use the name, "Screening Systems, Inc. of California."

NOW, THEREFORE, BE IT RESOLVED, that the Corporation hereby adopts the name, "Screening Systems, Inc. of California" for use in transacting business in the States of Florida and Illinois.

RESOLVED FURTHER, that the officers of the Corporation be, and each of them hereby is, authorized and directed in the name and on behalf of the Corporation, to execute and deliver such documents and instruments and to take such actions as may be deemed necessary or proper to carry out the intent of the foregoing resolution.

II

GENERAL ENABLING RESOLUTION

RESOLVED, that the officers and directors of the Corporation be, and each of them hereby is, authorized and empowered to prepare, execute and deliver all such documents and instruments and to make all such arrangements and take all such actions as such officers or directors may deem necessary or advisable in order to carry out and perform the purposes of these resolutions.

III

EXECUTION IN COUNTERPARTS

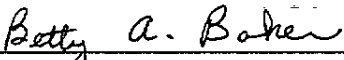
RESOLVED, that this Unanimous Written Consent may be signed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same document.

IV
EXECUTION BY FACSIMILE

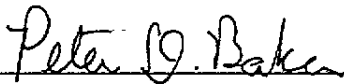
RESOLVED, that this Unanimous Written Consent may be executed by facsimile, and, upon such execution, shall have the same force and effect as an original.

This Unanimous Written Consent is executed pursuant to Section 307(b) of the California Corporations Code and is to be filed with the minutes of the proceedings of the Board.

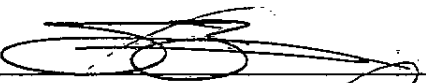
IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent as of this 31ST day of March, 1999.



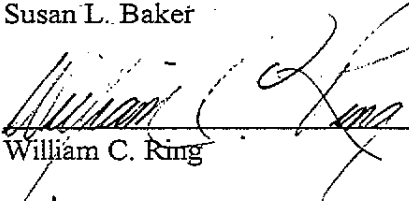
Betty A. Baker



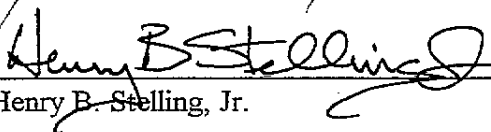
Peter D. Baker



Susan L. Baker



William C. Ring



Henry B. Stelling, Jr.

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. Screening Systems, Inc. of California
(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. California (State or country under the law of which it is incorporated)
3. 95-3394616 (FEI number, if applicable)
4. July 2, 1979 (Date of incorporation)
5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")
6. April 1, 1999 (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 7 Argonaut
Aliso Viejo, CA 92656 (Current mailing address)

8. To engage in any lawful act or activity.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

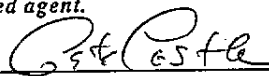
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip code)

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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.

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: See Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See Attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

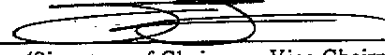
Address: _____

Treasurer: _____

Address: _____

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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. Susan L. Baker, Secretary
(Typed or printed name and capacity of person signing application)

SCREENING SYSTEMS, INC.

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

A. DIRECTORS

Betty A. Baker
7 Argonaut, Aliso Viejo, California 92656-1423

Peter D. Baker
7 Argonaut, Aliso Viejo, California 92656-1423

Susan L. Baker
7 Argonaut, Aliso Viejo, California 92656-1423

William C. Ring
2845 East Coast Highway, Corona del Mar, California 92625

Henry B. Stelling, Jr.
637 South Pathfinder, Anaheim, Hills, California 92807

B. OFFICERS

Betty A. Baker
President
7 Argonaut, Aliso Viejo, California 92656-1423

Susan L. Baker
Secretary and Treasurer
7 Argonaut, Aliso Viejo, California 92656-1423

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State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That on the 2nd day of July, 19 79,

SCREENING SYSTEMS, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

April 30, 1999



Bill Jones

Secretary of State