



THE UNITED STATES CORPORATION COMPANY

F99000006159

ACCOUNT NO. : 072100000032

REFERENCE : 491586 7553A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Light

ORDER DATE : November 23, 1999

ORDER TIME : 11:26 AM

ORDER NO. : 491586-030

500003056715-5

CUSTOMER NO: 7553A

CUSTOMER: Mr. Michael Guillory
Electronic Data Systems
5400 Legacy Drive
Mailstop H3 - 3a - 05
Plano, TX 75024

FOREIGN FILINGS

NAME: APPEX, INC.

(Handwritten mark)

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Janna Wilson

BK
11/30/99

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 99 NOV 30 PM 1:55
 RECEIVED
 99 NOV 30 PM 12:11
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Appex, Inc.
(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.

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DIVISION OF CORPORATIONS
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99

Please return all correspondence concerning this matter to the following:

Michael Guillory H3-3A-05
(Name of Person)

90 Appex, Inc.
(Firm/Company)

5400 Legacy Dr.
(Address)

Plano, TX 75024
(City/State/Zip)

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

Michael Guillory at (972) 605-2031
(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

OFFICER'S CERTIFICATE

I, Lisa V. Thomas, Assistant Secretary of Apex, Inc., a corporation organized under the laws of the State of Delaware (the "Corporation"), do hereby certify that the following resolutions were adopted by a written consent of the Board of Directors of the Corporation dated November 19, 1999 and the same remains in full force and effect as of this date:

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CLERK OF SUPERIOR COURT
CORPORATIONS
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RESOLVED, That the Corporation does hereby adopt the fictitious name of "Focus Acquisition Company"; such fictitious name may be used when applying for a Certificate of Authority in a state where the Corporation's legal name is not available for use; and

RESOLVED FURTHER, That the appropriate officers and directors of the Corporation be, and they hereby are, authorized, empowered and directed to execute and deliver any documents and to take such action as may be necessary from time to time to effect the intent and purposes of the foregoing resolution.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal of the Corporation this 23rd day of November, 1999.

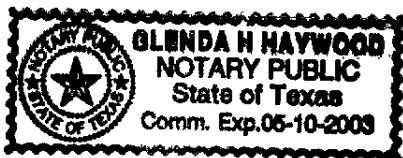
Lisa V. Thomas
Lisa V. Thomas, Assistant Secretary
Apex, Inc.

STATE OF TEXAS
COUNTY OF COLLIN

BEFORE ME, the undersigned authority, on this day personally appeared Lisa V. Thomas known to me to be the person whose name is subscribed to the foregoing instrument and known to me to be an Assistant Secretary of Apex, Inc. and acknowledged to me that she executed said instrument for the purposes and consideration therein expressed and as the act of said corporation.

Given under my hand and seal of office this 23rd day of November, 1999.

Glenda H. Haywood



**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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1. Apex, Inc.
(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. Delaware 3. 06-1150826
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. September 11, 1984 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. c/o Apex, Inc., 5400 Legacy Drive, Plano, TX 75024
(Current mailing address)
Provider of information technology services

8. _____
(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.

Corporation Service Company

By: [Signature]
(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 officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Lisa V. Thomas*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Lisa V. Thomas, Assistant Secretary
(Typed or printed name and capacity of person signing application)

Directors, Officers Report

Appex, Inc.

11/19/99

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DIRECTORS

Charles H. Ansley

Director

OFFICERS

Charles H. Ansley

President

Shirley J. Marble

Secretary

Scott J. Krenz

Treasurer

Lisa V. Thomas

Assistant Secretary

George M. Abigail

Assistant Treasurer

Barbara Barton

Assistant Treasurer

R. Randall Capps

Assistant Treasurer

William R. Evans

Assistant Treasurer

BUSINESS ADDRESS FOR ALL DIRECTORS AND OFFICERS

5400 Legacy Drive
Plano, TX 75024

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "APPEX, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF NOVEMBER, A.D. 1999.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV 30 PM 1:55



Edward J. Freel

Edward J. Freel, Secretary of State

2043792 8300

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991491128

AUTHENTICATION:

DATE: 11-18-99