

CT CORPORATION

F020000002267

CORPORATION(S) NAME

ABC Technologies, Inc.

FILED
02 MAY - 1 PM 1:03
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

☒ Profit

☐ Amendment

☐ Merger

☐ Nonprofit

☐ Dissolution/Withdrawal

☐ Mark

☒ Foreign

☐ Reinstatement

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ LLC

☐ Name Registration

☐ Change of RA

☐ Fictitious Name

☐ UCC

☐ Certified Copy

☐ Photocopies

☐ CUS

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name

5/7/02

Order#: 5310889

Availability _____

Document

Examiner _____

Updater _____

Verifier _____

W.P. Verifier _____

900005481519--7

-05/07/02--01061--022

Ref#: *****70.00 *****70.00

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

A CCH LEGAL INFORMATION SERVICES COMPANY

COPY

WRITTEN CONSENT OF THE DIRECTORS
OF
ABC TECHNOLOGIES, INC.
TO
ACTION WITHOUT MEETING

FILED
02 MAY -7 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Oregon Revised Statutes 60.341, the undersigned, being all of the Directors of ABC Technologies, Inc. (the "Corporation"), do hereby adopt the following resolutions by acknowledging in writing their consent thereto:

QUALIFICATION IN FLORIDA

NOW, THEREFORE, BE IT RESOLVED, that the Corporation, being organized and existing in the State of Oregon, hereby adopts the name "ABC Technologies, Inc. of Oregon" for use in the State of Florida for all purposes; and

BE IT FURTHER RESOLVED, that the officers of the corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the corporation to do business within the State of Florida under the name of "ABC Technologies, Inc. of Oregon."

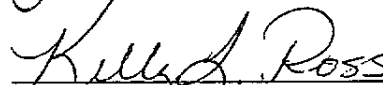
IN WITNESS WHEREOF, the undersigned have executed this Written Consent as of the 30th day of April, 2002.



Keith V. Collins, Director



James C. Davis, Director



Kelly L. Ross, Director



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

FILED
MAR -7 PM 1:09
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

ABC TECHNOLOGIES, INC. doing business in Florida as

1. ABC Technologies, Inc. of Oregon

(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. Oregon

(State or country under the law of which it is incorporated)

3. 93-1022187

(FEI number, if applicable)

4. 10/25/1989

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 16100 N.W. Cornell Road, Suite 200, Beaverton, OR 97006

(Principal office address)

same

(Current mailing address)

Software sales and consulting 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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

(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:  C T Corporation System

(Registered agent's signature)

Allan Farnell, Assistant Vice
President

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 business addresses of officers and/or directors:

A. DIRECTORS

SEE ATTACHMENT

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

SEE ATTACHMENT

President: Chris M. Pieper

Address: 16100 N.W. Cornell Road, Suite 200

Beaverton, OR 97006

Vice President: _____

Address: _____

Secretary: John G. Boswell

Address: SAS Campus Drive Cary, NC 27513

Treasurer: _____

Address: _____

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

13. John Boswell

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John G. Boswell, Secretary

(Typed or printed name and capacity of person signing application)

Attachment to Florida
Application By Foreign Corporation for Authorization to Transact Business In Florida

Officers & Directors

1. Full Name: Chris M. Pieper
Officer/Director: Officer
Business Address: 16100 N.W. Cornell Road, Suite 200
City: Beaverton
State: OR
ZIP Code: 97006
2. Full Name: John G. Boswell
Officer/Director: Officer
Business Address: SAS Campus Drive
City: Cary
State: NC
ZIP Code: 27513
3. Full Name: Kelly L. Ross
Officer/Director: Director
Business Address: SAS Campus Drive
City: Cary
State: NC
ZIP Code: 27513
4. Full Name: James C. Davis
Officer/Director: Director
Business Address: SAS Campus Drive
City: Cary
State: NC
ZIP Code: 27513
5. Full Name: Keith V. Collins
Officer/Director: Director
Business Address: SAS Campus Drive
City: Cary
State: NC
ZIP Code: 27513

FILED
02 MAY -7 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE

State of Oregon

OFFICE OF THE SECRETARY OF STATE
Corporation Division

I, **BILL BRADBURY**, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

ABC TECHNOLOGIES, INC.

was

incorporated

under the Oregon

Business Corporation Act

on

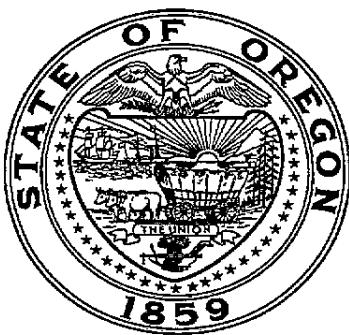
October 25, 1989

and is active on the records of the Corporation Division as of the date of this certificate.

FILED
02 MAY -7 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In Testimony Whereof, I have hereunto set my hand and affixed hereto the Seal of the State of Oregon.

BILL BRADBURY, Secretary of State



By

Heather S. Davis

Heather S. Davis

May 3, 2002