

Document Number Only

F00000000182

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

500003095085--6

-01/11/00--01083--020

\*\*\*\*\*70.00 \*\*\*\*\*70.00

GDI Holdings, Inc.

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Limited Liability Partnership

☐ Fictitious Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☐ Walk In

☐ Will Wait

☐ Pick Up

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Name  
Availability

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Acknowledgment

W.P. Verifier

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THANKS

LAURA EARNST

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 JAN 11 PM 2:28

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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# 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. GDI Holdings, 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

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

3. 36-4303633

(FEI number, if applicable)

4. July 1, 1999

(Date of incorporation)

5. Perpetual

(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 817.156, F.S.))

7. 1751 Lake Cook Road, Suite 550, Deerfield, Illinois 60015

(Current mailing address)

8. Software development consulting services or other similiar services.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

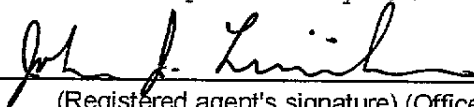
Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System



(Registered agent's signature) (Officer)

John J. Linnihan, Assistant Vice President

(Type Name and Title of Officer)

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:

A. DIRECTORS

Chairman: Thomas H. Quinn

Address: 1751 Lake Cook Road, Suite 550  
Deerfield, Illinois 60015

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

B. OFFICERS

President: See attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

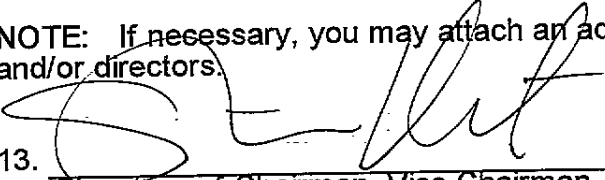
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Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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. Steven L. Rist, Assistant Secretary  
(Typed or printed name and capacity of person signing application)

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Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of  
GDI Holdings, Inc.**

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1. John W. Jordan  
1751 Lake Cook Road, Suite 550  
Deerfield, Illinois 60015
2. Thomas H. Quinn  
1751 Lake Cook Road, Suite 550  
Deerfield, Illinois 60015
3. Jeffery C. Kvam  
1751 Lake Cook Road, Suite 550  
Deerfield, Illinois 60015
4. Sushil K. Garg  
3737 Birch Street  
Newport Beach, California 92660

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Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of  
GDI Holdings, Inc.**

1. Thomas H. Quinn, Secretary  
1751 Lake Cook Road, Suite 550  
Deerfield, Illinois 60015
2. Jeffery C. Kvam, Chief Executive Officer  
1751 Lake Cook Road, Suite 550  
Deerfield, Illinois 60015
3. Sushil K. Garg, President  
3737 Birch Street  
Newport Beach, California 92660
4. Douglas P. Troy, Chief Financial Officer/Vice President  
1751 Lake Cook Road, Suite 550  
Deerfield, Illinois 60015
5. Thomas C. Spielberger, Vice President/Assistant Secretary  
1751 Lake Cook Road, Suite 550  
Deerfield, Illinois 60015
6. Gordon L. Nelson, Vice President/Assistant Secretary  
1751 Lake Cook Road, Suite 550  
Deerfield, Illinois 60015
7. G. Robert Fisher, Assistant Secretary  
4520 Main Street, Suite 1100  
Kansas City, Missouri 64111
8. Steven L. Rist, Assistant Secretary  
4520 Main Street, Suite 110  
Kansas City, Missouri 64111
9. James B. Carlson, Assistant Secretary  
1675 Broadway, Suite 1600  
New York, New York 10019

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GDI HOLDINGS, 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 SIXTH DAY OF JANUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

01-06-00