

# -0000000581

ACCOUNT	NO.	:	072100000032	

REFERENCE

4300608

AUTHORIZATION ~

ORDER DATE: October 15, 1999

ORDER TIME : 4:27 PM

ORDER NO. : 415393-010

CUSTOMER NO: 4300608 300003020413--2

CUSTOMER:

Ms. Hilary S. Geier Frankfurt, Garbus, Klein &

488 Madison Avenue

New York, NY 10022

NAME:

DYNACS INC

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini



### FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 21, 1999

JANINE LAZZARINI CSC NETWORKS TALLAHASSEE, FL

SUBJECT: DYNACS INC Ref. Number: W99000024291 Conflut 51934

We have received your document for DYNACS INC and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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: 899A00050762

WANTS TO

DANFID CAX

#### DYNACS INC.

Gary A. Schonwald, Assistant Secretary of Dynacs Inc., a corporation duly organized under the laws of the State of Delaware, does hereby certify that the following is a true and correct copy of a resolution of the Board of Directors of said corporation adopted at a special meeting held on the 31st day of January, 2000.

"RESOLVED, that, inasmuch as this corporation desires to transact business in the State of Florida, and inasmuch as the Board of Directors has been advised that the name of this corporation is not available for corporate use in the State of Florida, this corporation adopts the alternate name **DYNACS** WORLDWIDE, INC. for use in transacting business in the State of Florida pursuant to Section 607.1506, Florida Business Corporation Act; and,

"FURTHER RESOLVED, that the officers of the corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed, and filed so that this corporation may obtain a Certificate of Authority pursuant to the Florida Business Corporation Act, and to cause this corporation to use the said alternate name in the transaction of business in the State of Florida".

Gary A. Schonwald, Assistant Secretary

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLC REGISTER A FOREIGN CORPORATION TO TRAN	ORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO VISACT BUSINESS IN THE STATE OF FLORIDA
1. DYNACS INC	
(Name of corporation; must include the word "INCOR words or abbreviations of like import in language as wi natural person or partnership if not so contained in the natural	Il clearly indicate that it is a corporation instead of a
2. <u>Delaware</u>	359-2521756
2. <u>Delaware</u> (State or country under the law of which it is incorpora	ated) (FEI number, if applicable)
4. September 15, 1999 5 (Date of incorporation)	. Perpetual (Duration: Year corp. will cease to exist or "perpetual")
	(= manual 1 and 10 pt. Will because to orable of perpetual )
6. Upon Qualification (Date first transacted business in Florida.) (SEE	SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 35111 U.S. Highway 19 North, Suite	·
(Current mail:	ing address)
Developer of advanced technology in t  8. aerospace/satellite systems.	he areas of information systems and
(Purpose(s) of corporation authorized in home st	tate 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 Compan	<u>y</u>
Office Address: 1201 Hays Street	
Tallahassee	, Florida, <u>32301</u> (Zip code)
10. Registered agent's acceptance:	
with the provisions of all statutes relative to the proper and the obligations of my position as registered agent.	vice of process for the above stated corporation at the place designated in tered agent and agree to act in this capacity. I further agree to comply d complete performance of my duties, and I am familiar with and accept
By: Vickerchre (Registered	de Cost. V.
11. Attached is a certificate of existence duly authenticated	d, not more than 90 days prior to delivery of this application to the cial having custody of corporate records in the jurisdiction under the law of

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

which it is incorporated.

### A. DIRECTORS (Street address only - P.O. Box NOT acceptable) Chairman: Ramendra P. Singh Address: 35111 U.S. Highway 19 North, Suite 300 Palm Harbor, Florida 34684 Vice Chairman: Address: \_ Director: \_ Address: Director: \_ Address: \_\_\_\_\_ B. OFFICERS (Street address only - P.O. Box NOT acceptable) President: Ramendra P. Singh Address: 35111 U.S. Highway 19 North, Suite 300 Palm Harbor, Florida 34684 Vice President: Address: \_ Secretary: Ravi Venugopal Address: 35111 U.S. Highway 19 North, Suite 300 Palm Harbor, Florida 34684 Treasurer: Address: \_\_\_ NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application) Ramendra P. Singh, President

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

## 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 "DYNACS INC" IS DULY INCORPORATE 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 FIFTEENTH DAY OF OCTOBER, A.D. 1999.

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

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

0028192

10-15-99

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