

F00000000891

 THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 543315 4365548

AUTHORIZATION : *Patricia Pizeto*

COST LIMIT : \$ 70.00

ORDER DATE : January 7, 2000

ORDER TIME : 1:08 PM

ORDER NO. : 543315-005.

CUSTOMER NO: 4365548

500003100835--7

CUSTOMER: Dale Jeffers, Esq
Lombardi Reinhard Walsh &
Iii Winners Circle

Albany, NY 12205

FOREIGN FILINGS

NAME: SYSTEMS IMPLEMENTATION, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 18 PM 4: 50

RECEIVED
00 JAN 18 AM 8: 57
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

3/11/00



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 18, 2000

ERIKA CARLSON
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: SYSTEMS IMPLEMENTATION, INC.
Ref. Number: W00000001373

RESUBMIT

Please give original
submission date as file date.

We have received your document for SYSTEMS IMPLEMENTATION, 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 officer **MUST SIGN** the form in Item 13.

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: 300A00002365

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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. Systems Implementation, 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. New York 3. 14-1620430
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 23, 1980 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 Nancy Vogelsang, 350 Jordan Road
Troy, NY 12180-7607
(Current mailing address)
retail sale of computers, software and maintenance To engage in any act or activity for which corporations may be organized.
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: Selores Butten
(Registered agent's signature)

Chris Quimby, 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 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: _____

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

14. Nancy Vogelsang, President

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

OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

Systems Implementation, Inc.

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List of Officers

Name:	Nancy Vogelsang	Title:	President
Bus. Addr.:	22 Alva Stree, East Greenbush, NY 12061		
Name:	John J. Rioni	Title:	Vice-President
Bus. Addr.:	46 Sequoia Drive, Feeding Hills, MA 01030		
Name:	Katherine W. Reynolds	Title:	Secretary
Bus. Addr.:	350 Jordan Road, Troy, NY 12180		

List of Directors

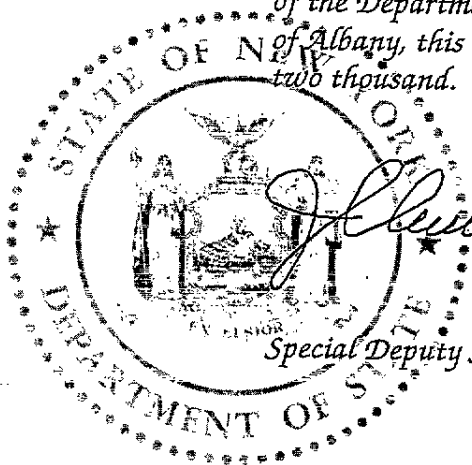
Name:	Nancy Vogelsang	Term:	Apr 15, 2000
Bus. Addr.:	22 Alva Stree, East Greenbush, NY 12061		
Name:	John J. Rioni	Term:	Apr 15, 2000
Bus. Addr.:	46 Sequoia Drive, Feeding Hills, MA 01030		

State of New York } ss:
Department of State

I hereby certify, that the certificate of incorporation of SYSTEMS IMPLEMENTATION, INC. was filed on 09/23/1980, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

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DIVISION OF CORPORATIONS
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Witness my hand and the official seal
of the Department of State at the City
of Albany, this 07th day of January
two thousand.



Special Deputy Secretary of State

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