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ACCOUNT NO. : 072100000032

REFERENCE : 613342 4808062

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 70.00

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 MAR -8 PM 4:27

ORDER DATE : March 6, 2000

ORDER TIME : 10:11 AM

ORDER NO. : 613342-020

CUSTOMER NO: 4808062

CUSTOMER: Ms. Rebecca Vicknair -
Morgan, Lewis & Bockius LLP
300 South Grand Avenue
Suite 2200
Los Angeles, CA 90071-3132

600003162376--6

w-6222

FOREIGN FILINGS

NAME: CAYENTA, INC.

7

XXXX QUALIFICATION (TYPE: CO)

RECEIVED
00 MAR -8 AM 11:23
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

(NO ENGLISH TRANSLATION/HAS NO MEANING)

CONTACT PERSON: Erika Carlson

13/K018/w



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 8, 2000

CSC
ATTN: ERIKA CARLSON

SUBJECT: CAYENTA, INC.
Ref. Number: W00000006222

RESUBMIT

Please give original
expiration date as file date.

We have received your document for CAYENTA, 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 "attached officers/directors rider" was not attached.

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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 600A00012928

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00 MAR 10 PM 4: 39
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR -8 PM 4:27

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: CAYENTA, 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.

Please return all correspondence concerning this matter to the following:

Rebecca Vicknair
(Name of Person)

Morgan, Lewis & Bockius, LLP
(Firm/Company)

300 S. Grand Ave., 22nd Floor
(Address)

Los Angeles, CA 90071-3132
(City/State/Zip)

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

Rebecca Vicknair at (213) 612-1081
(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:

- | | | | |
|---|--|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|--|---|---|

**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.*

1. CAYENTA, 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. 33-0884182
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/10/99 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1/1/00
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 225 Broadway, Suite 1500, San Diego, CA 92101

(Current mailing address)
Providing communications software, network solutions and support

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: Dorrie Hall
(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)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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. _____

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

14. _____

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

CAYENTA, INC.
Attachment Page

**NAMES AND BUSINESS ADDRESSES OF
CORPORATE DIRECTORS AND OFFICERS**

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Directors

Gene W. Ray	225 Broadway, Suite 1500, San Diego, CA 92101
Robert E. La Blanc	225 Broadway, Suite 1500, San Diego, CA 92101
David Porreca	225 Broadway, Suite 1500, San Diego, CA 92101

Officers

Gene W. Ray, Chairman of the Board
David Porreca, President & CEO
Eric M. DeMarco, Executive Vice President, CFO and Treasurer
Nicholas J. Costanza, Senior Vice President, General Counsel and Secretary
Curtis R. Smith, Vice President
Cheryl L. Barr, Assistant Secretary
Deanna Horn Petersen, Assistant Treasurer
Ray H. Guillaume, Assistant Treasurer

Business address for all officers: 225 Broadway, Suite 1500, San Diego, CA 92101

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CAYENTA, 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 TWENTY-SECOND DAY OF FEBRUARY, A.D. 2000.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR -8 PM 4:27



Edward J. Freel

Edward J. Freel, Secretary of State

3140866 8300

001085420

AUTHENTICATION:

0268713

DATE:

02-22-00