

F00000002976

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: STAR DATA SYSTEMS, 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:

000003257700--9
-05/18/00--01096--003
*****78.75 *****78.75

SANFORD R. GAIL

(Name of Person)

BELL, BOYD & LLOYD

(Firm/Company)

70 WEST MADISON STREET, SUITE 3300

(Address)

CHICAGO, ILLINOIS 60602-4207

(City/State/Zip)

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

SANFORD R. GAIL

(Name of Person)

at (312) 807-4394

(Area Code & Daytime Telephone Number)

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TALLAHASSEE, FLORIDA

| | |
|-------------------|---|
| Name | 5/26/00 |
| Availability | DCC |
| Document Examiner | Qualification/Tax Lien Section Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399 |
| Updater | Enclosed is a check for the following amount: |
| Updater Verifier | <input type="checkbox"/> \$70.00 Filing Fee <input checked="" 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 |
| Acknowledgement | DCC |
| W. P. Verifier | DCC |

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

F00000002976

**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. STAR DATA SYSTEMS, 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. ILLINOIS 3. 36-3451222
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 4-2-1986 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. April 1, 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 631 U.S. HIGHWAY ONE, SUITE 406
NORTH PALM BEACH, FL 33408
(Current mailing address)

8. DATA PROCESSING
(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)

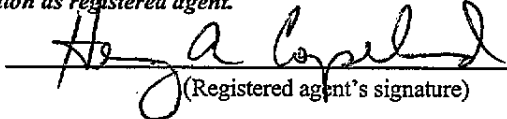
Name: HENRY A. COPELAND
STAR DATA SYSTEMS, INC.

Office Address: 631 U.S. HIGHWAY ONE, SUITE 406

NORTH PALM BEACH, Florida, 33408
(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.


(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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TALLAHASSEE, FLORIDA

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

Chairman: HENRY A. COPELAND

Address: 631 U.S. HIGHWAY ONE, SUITE 406
NORTH PALM BEACH, FL 33408

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: HENRY A. COPELAND

Address: 631 U.S. HIGHWAY ONE, SUITE 406
NORTH PALM BEACH, FL 33408

Vice President: _____

Address: _____

VICE PRESIDENT &

Secretary: HOWARD M. KIRSCH

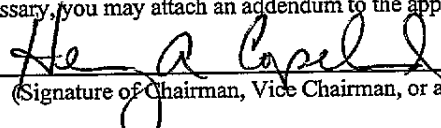
Address: 1732 SUNNYSIDE CIRCLE
NORTHBROOK, IL 60062

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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. HENRY A. COPELAND, PRESIDENT
(Typed or printed name and capacity of person signing application)



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, hereby certify that

STAR DATA SYSTEMS, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE APRIL 1986, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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In Testimony Whereof, I, hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois, this 8TH
day of MAY *A.D.* 2000

Jesse White

SECRETARY OF STATE