



THE UNITED STATES  
CORPORATION  
COMPANY

# F00000003665

ACCOUNT NO. : 072100000032

REFERENCE : 747391 4311639

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 28, 2000

ORDER TIME : 9:30 AM

ORDER NO. : 747391-005

CUSTOMER NO: 4311639

CUSTOMER: Mary Lee Liggett, Legal Asst  
Akerman Senterfitt & Eidson  
One Southeast Third Avenue  
28th Floor  
Miami, FL 33131-1714

500003307335--9  
-06/28/00--01025--020  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

500003307335--9  
-06/28/00--01025--021  
\*\*\*1000.00 \*\*\*1000.00

500003307335--9  
-06/28/00--01046--023  
\*\*\*\*150.00 \*\*\*\*150.00

FOREIGN FILINGS

NAME: VIASOURCE COMMUNICATIONS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Harris

RECEIVED  
00 JUN 28 AM 10:40  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
00 JUN 28 PM 2:11  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

3/11  
6/28

**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.*

FILED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
00 JUN 28 PM 2:11

1. Viasource Communications, 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 Jersey 3. 22-2966853  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 28, 1989 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. September 7, 1999  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1001 West CypressCreek Road, Suite 118, Fort Lauderdale, Florida 33309  
  
(Current mailing address)
8. The corporation conducts substantive business operations in Florida.  
(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: American Information Services, Inc.  
  
Office Address: One S.E. Third Ave., 28th Floor  
Miami, Florida, 33131  
(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.*

Walter H. Huggins, Assistant Secretary  
(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)

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

Chairman: William W. Sprague

Address: 1001 West Cypress Creek Road, Suite 118, Fort Lauderdale, FL 33309

~~Vice Chairman~~ Craig A. Russey, Director

Address: 1001 West Cypress Creek Road, Suite 118, Fort Lauderdale, FL 33309

Director: V. Michael Fitzgerald

Address: 1001 West Cypress Creek Road, Suite 118, Fort Lauderdale, FL 33309

Director: Lawrence J. Toole

Address: 1001 West Cypress Creek Road, Suite 118, Fort Lauderdale, FL 33309

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

President: Craig A. Russey

Address: 1001 West Cypress Creek Road, Suite 118, Fort Lauderdale, FL 33309

Vice President: John M. Pientka, Executive Vice President and Chief Operating Officer

Address: 1001 West Cypress Creek Road, Suite 118, Fort Lauderdale, FL 33309

Secretary: Douglas J. Betlach

Address: 1001 West Cypress Creek Road, Suite 118, Fort Lauderdale, FL 33309

Treasurer: Douglas J. Betlach

Address: 1001 West Cypress Creek Road, Suite 118, Fort Lauderdale, FL 33309

**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. Craig A. Russey, President, Chief Executive Officer and Director  
(Typed or printed name and capacity of person signing application)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUN 28 PM 2:11

STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
SHORT FORM STANDING

**VIASOURCE COMMUNICATIONS, INC.**

*With the Previous or Alternate Name*

**THE RTK GROUP, INC.**

*I, the Treasurer of the State of New Jersey,  
do hereby certify that the above-named  
New Jersey Domestic Profit Corporation was  
registered by this office on March 28, 1989.*

*As of the date of this certificate, said business  
continues as an active business in good standing  
in the State of New Jersey, and its Annual Reports  
are current.*

*I further certify that the registered agent and  
registered office are:*

*The Corporation Trust Company  
820 Bear Tavern Road  
Trenton, NJ 08628*

*Continued on next page . . .*

00 JUN 28 PM 2

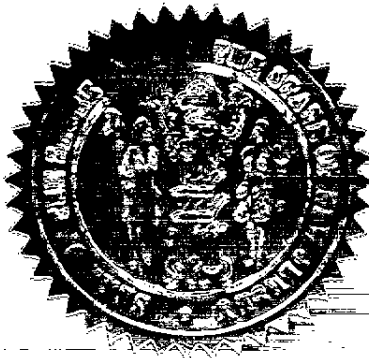
STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
SHORT FORM STANDING

**VIASOURCE COMMUNICATIONS, INC.**

*With the Previous or Alternate Name*

**THE RTK GROUP, INC.**

00 JUN 28 PM 2:11



IN TESTIMONY WHEREOF, I have  
hereunto set my hand and  
affixed my Official Seal  
at Trenton, this  
21st day of June, 2000

*Roland M Machold*

Roland M Machold  
Treasurer