

F00000004147
TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Maxim Technologies, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam: 00789-00310-00637-00644-00671

MJH

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:

W-15652

Claire G. Palmer

(Name of Person)

Maxim Technologies, Inc

(Firm/Company)

14673 Midway Rd., Ste. 210

(Address)

Addison, TX 75001

(City/State/Zip)

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*****78.75 *****78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 21 AM 9:50

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

Claire G. Palmer

(Name of Person)

at (972) 701-0713

(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:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 20, 2000

CLAIRE G. PALMER
MAXIM TECHNOLOGIES, INC.
14673 MIDWAY RD., STE 210
ADDISON, TX 75001

SUBJECT: MAXIM TECHNOLOGIES, INC.
Ref. Number: W00000015652

We have received your document for MAXIM TECHNOLOGIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 700A00034985

RESOLUTION OF BOARD OF DIRECTORS
(Please print or type)

I, the undersigned Claire G. Palmer, do hereby certify
(Name)

that this Resolution of the Board of Directors of _____
Maxim Technologies, Inc.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Delaware,
was duly adopted on July 18, 2000.

Be it resolved, that Maxim Technologies, Inc.
(Corporate Name)

organized and existing in the State of Delaware, hereby adopts the name
Maxim Technologies of Texas, Inc. for use in Florida.

Dated: July 18, 2000

Claire G. Palmer

Secretary

Signature of either Chairman, Vice Chairman or any officer

Claire G. Palmer

Type or print Name

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. Maxim Technologies, 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. 13-3264076
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 03-29-85 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. 14673 Midway RD., STE. 210
Addison, TX 75001
(Current mailing address)

8. Environmental Engineering
(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: C T Corporation Systems
Office Address: 1200 S. Pine Island Rd.
Plantation, Florida, 33324
(Zip code)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 21 AM 9:50

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.

Randy A Shully
(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: B. William Bonnivier

Address: 12234 Montego Plaza

Dallas, TX 75230

Vice Chairman: _____

Address: _____

Director: James T. Haney

Address: 14673 Midway RD, STE 210

Addison, TX 75001

Director: _____

Address: _____

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

President: James T. Haney

Address: 14673 Midway RD, STE 210

Addison, TX 75001

Vice President: Clifford Vaughan

Address: 7608 La Barrington Blvd

Knoxville, TN 37849-4972

Secretary: Claire G. Palmer

Address: 14673 Midway RD, STE 210

Addison, TX 75001

Treasurer: /CFO Thomas C. Dubowski

Address: 14673 Midway RD., STE 210

Addison, TX 75001

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Claire G. Palmer

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

14. Claire G. Palmer Secretary

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

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 "MAXIM TECHNOLOGIES, 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-THIRD DAY OF MAY, A.D. 2000.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0455601

DATE: 05-23-00