

TRANSMITTAL LETTER

F00000004163

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: PERCEPTUAL, INC.

(Name of corporation - must include suffix)

FILED
00 JUL 25 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

STEPHANIE GREEN

(Name of Person)

800003305578--3

05/27/00--01007--017
*****70.00 *****70.00

PERCEPTUAL, INC.

(Firm/Company)

5409 W. HIGHWOOD DRIVE

(Address)

MINNEAPOLIS, MN 55436

(City/State/Zip)

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

STEPHANIE GREEN

(Name of Person)

at (612) 373-6020

(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

F00-4163

Name	7-25
Availability	
Document	
Signature	
Approval	
Verification	



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 13, 2000

STEPHANIE GREEN
5409 W. HIGHWOOD DRIVE
MINNEAPOLIS, MN 55436

SUBJECT: PERCEPTUAL, INC.
Ref. Number: W00000013771

FILED
00 JUL 25 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for PERCEPTUAL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 600A00038647



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 30, 2000

STEPHANIE GREEN
5409 W. HIGHWOOD DRIVE
MINNEAPOLIS, MN 55436

SUBJECT: PERCEPTUAL, INC.
Ref. Number: W00000013771

FILED
00 JUL 25 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for PERCEPTUAL, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 900A00030398

CBIZ SK&B
BUSINESS SERVICES, INC.

A Century Business Services Company

A Financial, Management and Business Consulting Firm

June 16, 2000

1400 TCF Tower
121 South 8th Street
Minneapolis, Minnesota 55402-2856
Phone: (612) 339-7811
Fax: (612) 339-9845

Stanley H. Schweitzer, C.P.A.
Robert I. Karon, CPA, JD
Jerry A. Bremer, C.P.A.
Malcolm W. McDermid, C.P.A.
Paul L. Martinucci, C.P.A.
Howard D. Kaminsky, CPA, ASA
David R. Levi, CPA, PFS
Steven R. Wright, C.P.A.

Edmund Gottlieb, C.P.A. (retired)

Joseph R. Hayden, C.P.A.
Joseph R. Seifert, CPA, MCP
Anne M. Ledwein, C.P.A.
Brian L. Bergmann, C.P.A.
Dax V. Stoner, CPA, CVA, ABV
Amy L. Libertoski, C.P.A.
Scott A. Rauch, C.P.A.
Christopher P. Riley, C.P.A.
Paul W. Swanson, CPA, MBT
Howard A. Warsett, C.P.A.
Melanie J. Mogg, CPA, MBA
Toby L. Cadwell, C.P.A.
Krista B. Lund, C.P.A.
Julie R. Larsen, C.P.A.

Lisa A. Swanstrom
Penny J. Bates
Nancie R. Theissen
Kerry K. Dixon
Mai R. Berg, E.A.
Brian S. Barsi
Megan M. Shephard
Sandra L. Tevlin, M.B.A.
Daniel L. McKinnon, M.C.P.
Patricia L. Hahn
Lorie R. Mesa
Nicole A. Flick, M.B.A.
Susan M. Cambell
Chris M. McColley
Simon R. Akkary

Ms. Tammi Cline
Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

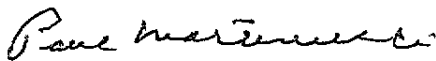
Re: Perceptual Engineering, Inc.
Ref. Number: W00000013771

Dear Ms. Cline:

Enclosed you will find a certificate of good standing for Perceptual, Inc. along with your notice dated May 30, 2000 requesting this information. A check for \$70 is also enclosed per your request.

Sincerely,

SK&B Business Services, Inc.
A Financial, Management and Business Consulting Firm



Paul Martinucci

cc: Stephanie Green

Enclosures

PLM/mjd

Writer's Direct
Dial Number:
12-376-1213
pmartinucci@beancounter.com
FILED
00 JUN 15 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

RIA2

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. PERCEPTUAL, 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. MINNESOTA _____ 3. 41-1964303 _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2/15/2000 _____ 5. PERPETUAL _____
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 5409 WEST HIGHWOOD DRIVE _____

MINNEAPOLIS, MN 55436 _____
(Current mailing address)

8. CONSULTING AND DEVELOPMENT OF COMPUTER SOFTWARE. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

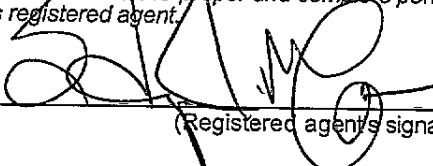
Name: ESTENIO R. GIMENEZ _____

Office Address: 2651 NW 99TH AVENUE _____

CORAL SPRINGS, _____, Florida, 33065 _____
(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) 5/18/00

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)

00 JUL 25 PM 1:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

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

Chairman: STEPHANIE N. GREEN

Address: 5409 HIGHWOOD DRIVE

MINNEAPOLIS, MN 55436

Vice Chairman: STEPHEN S. GREEN

Address: 1477 LINCOLN AVENUE

ST. PAUL, MN 55105

Director: KRISTEN WEBER

Address: 1477 LINCOLN AVENUE

ST PAUL, MN 55105

Director: JOHN V. HOBDAV

Address: 5901 CHOWEN AVENUE SOUTH

EDINA, MN 55410

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

President: STEPHANIE N. GREEN

Address: 5409 HIGHWOOD DRIVE

MINNEAPOLIS, MN 55436

Vice President: STEPHEN S. GREEN

Address: 1477 LINCOLN AVENUE

ST. PAUL, MN 55105

Secretary: V. PRES: JOHN V. HOBDAV

Address: 5901 CHOWEN AVE. S.

EDINA, MN 55410

Treasurer:

Address:

SEE ATTACHED

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.

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

FILED
00 JUL 25 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PERCEPTUAL, INC.
41-1964303

Section B:
263-08-4676
Esterio R. Gimenez
2651 NW 99th Avenue
Coral Springs, FL 33065

516-76-5069
Kristen M. Weber
1477 Lincoln Avenue
St. Paul, MN 55105

FILED

00 JUL 25 PM 1:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

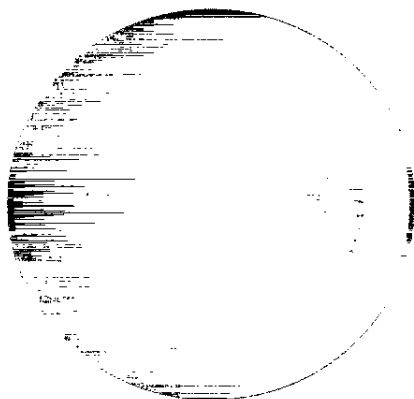
I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: Perceptual, Inc.

Date Formed: 02/15/2000

Chapter Governed By: 302A

This certificate has been issued on 06/15/00.



Mary Kiffmeyer
Secretary of State.