



THE UNITED STATES
CORPORATION
COMPANY

F000000004548

ACCOUNT NO. : 072100000032

REFERENCE : 793978 4307439

AUTHORIZATION :

Patricia Pujate

COST LIMIT : \$ 70.00

ORDER DATE : August 10, 2000

ORDER TIME : 10:22 AM

ORDER NO. : 793978-005

CUSTOMER NO: 4307439

300003353583--9

CUSTOMER: Michael Fortson, Legal Asst
Reed, Smith, Shaw & McClay
2500 One Liberty Pl.
1650 Market Street
Philadelphia, PA 19103-7301

FOREIGN FILINGS

NAME: CDK U.S. INC.

F-4548

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight EXT: 1156

SECRETARY OF STATE
TALLAHASSEE FLORIDA

00 AUG 11 PM 1:55

WLG/11
FILED

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**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. CDK U.S. 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. State of Delaware 3. 22-3704289
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 26, 2000 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. Reed Smith Shaw & McClay, 375 Park Avenue, New York, NY 10152
(Current mailing address)
8. Development and Sale of Software Products and Services
(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: Carl Rajkumar
- Office Address: 801 South Federal Highway
Unit #821, Danis, Florida, Florida, 33004
(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.

Carl Rajkumar

By: 

(Registered agent's signature)

Carl Rajkumar

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Claus Juel

Address: 801 South Federal Highway

Unit #821, Dania, Florida 33004

Director: Jan Konieczny

Address: 801 South Federal Highway

Unit #821, Dania, Florida 33004

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

President: Claus Juel

Address: 801 South Federal Highway

Unit #821, Dania, Florida 33004

Vice President: _____

Address: _____

Secretary: Jan Knoieczny

Address: 801 South Federal Highway

Unit #821, Dania, Florida 33004

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. Claus Juel, President
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

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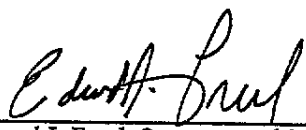
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CDK U.S. INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF AUGUST, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CDK U.S. INC." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF JANUARY, A.D. 2000.

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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA





Edward J. Freel, Secretary of State

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AUTHENTICATION: 0612842

DATE: 08-10-00