### TRANSMITTAL LETTER

TO:

TO: Registration Se Division of Co			
SUBJECT:	SITEL Corporation	y Roman de la composition della composition dell	er en
		on - must include suffix)	
Dear Sir or Madam:			
The enclosed "Applica "Certificate of Existence to transact business in l	tion by Foreign Corporation for ce", and check are submitted to Florida.	r Authorization to Transact I register the above reference	Business in Florida", d foreign corporation
Please return all corres	pondence concerning this matte	er to the following:	
LeAnn Mas-	ters		
-	(Name o	f Person)	 1003445012n
SITEL COrpo	iration		-10/30/0001149012 ******78.75 *****78.75
	(Firm/Co	ompany)	
7277 World	Communication	ns Or	
	(Add	ress)	
Omaha N	E 68122		
	(City/State	and Zip code)	
For further information	concerning this matter, please	call:	OO OC SECIRE
LeAnn Masi	ers at (AAA	1 963-6873	ASS.
(Name of Pers	on) (Area	Code & Daytime Telephone	Number) FLORID
STREET ADDRESS:		MAILING ADDRESS:	<b>≥</b> ⊘
Registration Section Division of Corporation	18	OCI 30 FI ARRY OF STATE OF STA	
409 E. Gaines St.		P.O. Box 6327	41QL
Tallahassee, FL 32399		Tallahassee, FL 32314	11/2
Enclosed is a check for	the following amount:		, -
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	3 \$78.75 Filing Fee & Certified Copy	\$87.50 Filing Fee, Certificate of Status & Certified Copy

## 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.	51TEL Corporation					
	(Name of corporation; must include the word "INCORPORA		•			
	words or abbreviations of like import in language as will cle					
	natural person or partnership if not so contained in the name	; at present.)				
2.	Minnesota	3. 47-0684333				
	(State or country under the law of which it is incorporated)	(FEI number, if applicable)				
4.	4-5-95	5. Perpetual				
	(Date of incorporation)	(Duration: Year corp. will cease to exist or "perpetual")	-			
6.	Upon qualification					
	(Date first transacted business in Florida. If corporation has	not transacted business in Florida, insert "upon qualification.")	-			
	(SEE SECTIONS 607.1:	501, 607.1502 and 817.155, F.S.)				
7.	7277 World Communications	Orive, Omana NE 68122				
	(Principal office a					
	Same					
	(Current mailing a	address)				
8.	Telemarketing					
	(Purpose(s) of corporation authorized in home state of	r country to be carried out in state of Florida)	-			
9	Name and street address of Florida registered agen	nt: (P.O. Box or Mail Drop Box NOT acce 競協) 으	<u>-</u>			
	or a local design and a local de	ω (1.0. Dox of Mail Diop Dox MOT acceptant)				
	Name: <u>CT Corporation</u> Syste	SSEE 30	FILED			
Oi	ffice Address: 1200 South Pine Islan	nd Road FESTA				
	Discolodido					
		, Florida <u>33324</u>				
	(City)	(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.

A. DIRECTOR										
Chairman:	<u>5ee</u>	atta	ched		•••	<u>.</u>				<del></del>
Address:	·				-					
· · · · · · · · · · · · · · · · · · ·										
Vice Chairman:										· ,
Address:										
Director:										
Address:										
Director:										
Address:										
B. OFFICERS	<del></del>									<del></del>
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President:									<del>\$ =</del>	<del>1</del>
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Vice President:	<u> </u>	<del></del>						-REAL	<del></del>	
Address:					<del>- , ,</del>				<del></del>	
		<del>-</del> · · · · · · · · · · · · · · · · · · ·						.=		
Secretary:			<del>.</del> .		<u> </u>					
Address:				·						
Creasurer:							· ·			<u>-</u> _
Address:		<u></u>							_	· · · · · ·
NOTE: If necess										
3.	Signature of	Chairman	Vice Cho	irmon or	any officer l	listed in au-	har 12 af	ha carlie	ntion)	·
	James				any officer i	.scod in Hull	1001 12 UI I	ne applies	ition)	

# SITEL CORPORATION 7277 World Communications Drive Omaha, NE 68122

Revised 5-May-2000

#### Corporate Officers & Directors

#### **Directors**

James F. Lynch (Chairman)
Kelvin C. Berens
Phillip A. Clough
Bill L. Fairfield
George J. Kubat
Rohit M. Desai

111 S. Calvert Street, Ste 1900, Baltimore, MD 21202
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#### **Officers**

Phillip A. Clough (President, CEO)
W. Gar Richlin (Exec VP, COO, CFO, Sec)
Timothy P. Keyser (Exec VP)
Antoon Vanparys (Exec VP)
Fred Goetz (Sr VP)
James Jarratt (Sr VP)
Sheena Wilson (Sr. VP)
Nan Kreamer (VP, Treas, Asst Sec)
James Stevenson (VP, Controller)
James Perkins (VP)
Daryl Madden (VP)

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## 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.

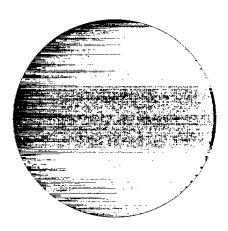
Name: SITEL Corporation

Date Formed: 04/05/1995

Chapter Governed By: 302A

This certificate has been issued on 09/28/00.

OCT 30 PM IO:



Mary Kiff