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REFERENCE : 983390 4331207

AUTHORIZATION : *Patricia Pizzato*

COST LIMIT : \$ 70.00

ORDER DATE : January 30, 2001

ORDER TIME : 10:16 AM

ORDER NO. : 983390-005

CUSTOMER NO: 4331207

CUSTOMER: Kimberly J. Schwinge, Esq
Kavinoky & Cook
120 Delaware Avenue

300003622903--4

Buffalo, NY 14202

FOREIGN FILINGS

NAME: ACTIVE INTELLIGENCE CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Denise Mick -- EXT# 1150

EXAMINER: _____

01 FEB - 1 PM 1:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

01 FEB - 1 AM 11:23
RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

yp

**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. ACTIVE INTELLIGENCE CORP.
(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. 41-1934285
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. MARCH 9, 1999 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 607.1501, 607.1502 and 817.155, F.S.)

7. MIDWEST PLAZA, 801 NICOLETTE MALL, MINNEAPOLIS, MN 55402
(Principal office address)
- 2100
801 NIPIGON DRIVE, OAKVILLE, ONTARIO, CANADA L6H 4G3
(Current mailing address)
- COMPUTER CONSULTING

8. _____
(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** accepted)
- Name: Corporation Service Company
- Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(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.

Corporation Service Company
Patrick Luhn Asst. 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.

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TALLAHASSEE FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SUSAN E. WILLIAMS

Address: 2100 NIPIGON DRIVE

OAKVILLE, ONTARIO L6H 4G3

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE FLORIDA

B. OFFICERS

President: SUSAN E. WILLIAMS

Address: 2100 NIPIGON DRIVE

OAKVILLE, ONTARIO L6H 4G3

Vice President: POMPI MALIK

Address: 2100 NIPIGON DRIVE

OAKVILLE, ONTARIO L6H 4G3


Secretary: SUSAN E. WILLIAMS

Address: 2100 NIPIGON DRIVE, OAKVILLE, ONTARIO L6H 4G3

Treasurer: SUSAN E. WILLIAMS

Address: 2100 NIPIGON DRIVE, OAKVILLE, ONTARIO L6H 4G3

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. SUSAN E. WILLIAMS, PRESIDENT
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ACTIVE INTELLIGENCE CORP." 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 THIRTIETH DAY OF JANUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3014230 8300

AUTHENTICATION: 0944514

010048692

DATE: 01-30-01