

CT CORPORATION SYSTEM

FOI000001712

CORPORATION(S) NAME

Integrated Information Systems, Inc.

FILED
MAR -6 AM 8:43
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

200003802452--5
-03/06/01--01049--023
*****70.00 *****70.00

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

3/6/01

Order#: 36745

Ref#: _____

Amount: \$ _____

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAR -6 AM 11:31
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 6, 2001

FILED
01 MAR -6 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: INTEGRATED INFORMATION SYSTEMS, INC.
Ref. Number: W01000005109

We have received your document for INTEGRATED INFORMATION SYSTEMS, 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):

Please note that we have RETAINED your \$70.00 payment.

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.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 201A00013671

Please back-date

Thuls

RECEIVED
01 MAR 28 PM 3:37
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

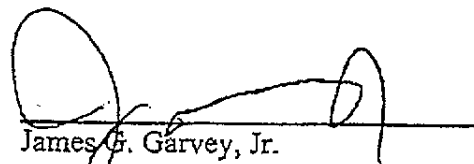
01 MAR -6 AM 9:43
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned President and Chairman, do hereby certify that this Resolution of the Board of Directors of Integrated Information Systems, Inc., a corporation duly organized and existing under the laws of the State of Delaware, was duly adopted on March 9, 2001:

RESOLVED, that Integrated Information Systems, Inc., organized and existing in the State of Delaware, hereby adopts the name Tempe Integrated Information Systems, Inc., for use in Florida.

DATED this 12 day of March, 2001.


James G. Garvey, Jr.
President and Chairman

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

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TALLAHASSEE, FLORIDA

1. Integrated Information Systems, 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
(State or country under the law of which it is incorporated)
3. 86-0624332
(FEI number, if applicable)
4. 11/15/99
(Date of incorporation)
5. Perpetual
(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. 1560 West Fountainhead Parkway, Tempe, AZ 85282
(Principal office address)
1560 West Fountainhead Parkway, Tempe, AZ 85282
(Current mailing address)
8. Internet technology professional 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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(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.

CT Corporation System

By: Yickie M. Prince

(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: James G. Garvey, Jr.

Address: 1560 West Fountainhead Parkway
Tempe, AZ 85282

Vice Chairman: None

Director: John M. Blair

Address: 36229 North Stardust Lane
Carefree, AZ 85377

Director: R. Nicholas Loope

Address: 426 North 44th Street, #300
Phoenix, AZ 85008

Director: Lawrence Trachtenberg

Address: 7420 South Kyrene Road, #101
Tempe, AZ 85282

Director: Stephen W. Brown

Address: ASU College of Business
P.O. Box 874106
Tempe, AZ 85287

B. OFFICERS

President: James B. Garvey, Jr.

Address: 1560 West Fountainhead Parkway
Tempe, AZ 85282

Vice President: None

Secretary: Jeffrey Frankel

Address: 1560 West Fountainhead Parkway
Tempe, AZ 85282

Treasurer: David Wirthlin

Address: 1560 West Fountainhead Parkway
Tempe, AZ 85282

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

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

14. Jeffrey FRANKEL, VP & Secretary
(Typed or printed name and capacity of person signing application)

FILED
01 MAR -6 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INTEGRATED INFORMATION SYSTEMS, 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 FEBRUARY, 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.

FILED
01 MAR -6 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3112662 8300

AUTHENTICATION: 0986365

010088771

DATE: 02-23-01