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Florida Department of State
Division of Corporations
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Division of Corporations
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From:

Account Name : BROAD AND CASSEL - MIAMI
Account Number : I19990000191
Phone : (305)373-9400
Fax Number : (305)373-9443

FOREIGN PROFIT QUALIFICATION

COMPUTER PRODUCTS & SERVICES, INC.

Certificate of Status	1
Certified Copy	1
Page Count	045
Estimated Charge	\$2,087.50

\$2387.50 per letter #

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 17, 2001

BROAD AND CASSEL - MIAMI

SUBJECT: COMPUTER PRODUCTS & SERVICES, INC.
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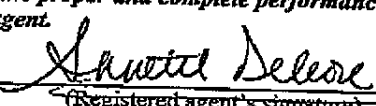
FAX Aud. #: H01000066674
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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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. Computer Products & Services, 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. 06-1367245
(FBI number, if applicable)
4. March 25, 1999
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. March 25, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 951 Clint Moore Road, Suite A
Boca Raton, Florida 33487
(Current mailing address)
8. To engage in any lawful business or activity which may be conducted under Delaware law
(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: B&C Corporate Services, Inc.
Office Address: 201 South Biscayne Blvd., Suite 3000
Miami, Florida, 33131 (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.
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: Joel Mallin
Address: 951 Clint Moore Road

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Boca Raton, Florida 33487

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Director: Richard Parkes

Address: 951 Clint Moore Road, Suite A

Boca Raton, Florida 33487

Director: Jose Bernal

Address: 951 Clint Moore Road, Suite A

Boca Raton, Florida 33487

Director: George Christian

Address: 951 Clint Moore Road, Suite A

Boca Raton, Florida 33487

Director: Kenneth Greenberg

Address: 951 Clint Moore Road, Suite A

Boca Raton, Florida 33487

Director: Scott Dunn

Address: 951 Clint Moore Road, Suite A

Boca Raton, Florida 33487

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

President: Richard Parkes

Address: 951 Clint Moore Road, Suite A

Boca Raton, Florida 33487

Treasurer: Jorge L. Rodriguez

Address: 951 Clint Moore Road, Suite A

Boca Raton, Florida 33487

Vice President: George Christian

Address: 951 Clint Moore Road, Suite A

Boca Raton, Florida 33487

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

13.

Jorge L. Rodriguez, Treasurer

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State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COMPUTER PRODUCTS & SERVICES 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 FOURTEENTH DAY OF MAY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "COMPUTER PRODUCTS & SERVICES INC." WAS INCORPORATED ON THE TWENTY-FIFTH DAY OF MARCH, A.D. 1999.

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

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

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TALLAHASSEE, FLORIDA

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1132695

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DATE: 05-14-01

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