

# FOLIO 000 5352

## TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: COOK SYSTEMS INTERNATIONAL, INC. 10/11  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

HEATHER LASTER

(Name of Person)

COOK SYSTEMS INTERNATIONAL, INC.

(Firm/Company)

ATRIUM II, 6799 GREAT OAKS RD., SUITE 200

(Address)

MEMPHIS, TN 38138

(City/State and Zip code)

For further information concerning this matter, please call:

HEATHER LASTER

(Name of Person)

at ( 800 ) 266-5185 x1540

(Area Code & Daytime Telephone Number)

### STREET ADDRESS:

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☒ \$78.75 Filing Fee &  
Certificate of Status

☐ \$78.75 Filing Fee &  
Certified Copy

☐ \$87.50 Filing Fee,  
Certificate of Status &  
Certified Copy

FILED  
01 OCT 11 PM 4:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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. COOK SYSTEMS INTERNATIONAL, 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. TN 3. 62-1564079  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. OCTOBER 1994 5. N/A  
(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. ATRIUM II, 6799 GREAT OAKS RD., SUITE 200 MEMPHIS, TN 38138  
(Principal office address)
- SAME AS ABOVE  
(Current mailing address)

8. SOFTWARE CONSULTING AND DEVELOPMENT  
(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 (See attached)

Office Address: \_\_\_\_\_  
\_\_\_\_\_, Florida \_\_\_\_\_  
(City) (Zip code)

FILED  
01 OCT 11 PM 4:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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.*

See attached

(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.

## ACCEPTANCE OF APPOINTMENT

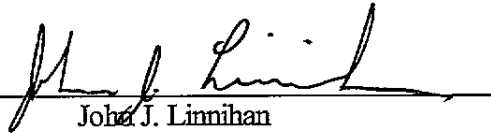
RE: **COOK SYSTEMS INTERNATIONAL, INC.**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: October 9, 2001

C T CORPORATION SYSTEM

By



John J. Linnihan  
Assistant Vice President

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

A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: WAYNE U. COOK

Address: ATRIUM II, 6799 GREAT OAKS RD., SUITE 200  
MEMPHIS, TN 38138

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. Wayne U. Cook  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. PRESIDENT  
(Typed or printed name and capacity of person signing application)

**Secretary of State**  
**Division of Business Services**

**312 Eighth Avenue North**  
**6th Floor, William R. Snodgrass Tower**  
**Nashville, Tennessee 37243**

ISSUANCE DATE: 09/28/2001  
REQUEST NUMBER: 4309-0458  
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 04/21/1994  
STATUS: ACTIVE  
CORPORATE EXPIRATION DATE: PERPETUAL  
CONTROL NUMBER: 0278427  
JURISDICTION: TENNESSEE

TO:  
COOK SYSTEMS INTERNATIONAL INC.  
AT: H. LASHER  
6799 GREATO OAKS RD  
MEMPHIS, TN 38138

REQUESTED BY:  
COOK SYSTEMS INTERNATIONAL INC.  
AT: H. LASHER  
6799 GREATO OAKS RD  
MEMPHIS, TN 38138

**CERTIFICATE OF EXISTENCE**

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT  
"COOK SYSTEMS INTERNATIONAL, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF  
INCORPORATION AND DURATION AS GIVEN ABOVE;  
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE  
EXISTENCE OF THE CORPORATION HAVE BEEN PAID;  
THAT THE MOST RECENT CORPORATION ANNUAL REPORT REQUIRED HAS BEEN FILED  
WITH THIS OFFICE; AND  
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND  
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

FOR: REQUEST FOR CERTIFICATE

ON DATE: 09/28/01

FROM:  
COOK SYSTEMS INTERNATIONAL, INC.  
1700 KIRBY PKWY  
S-206  
MEMPHIS, TN 38138-0000

RECEIVED:	FEES	
	\$20.00	\$0.00
TOTAL PAYMENT RECEIVED:		\$20.00

RECEIPT NUMBER: 00002940448  
ACCOUNT NUMBER: 00242511



*Riley C Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE