

CORPORATE
ACCESS,
INC.

F01000006294

P.O. Box 37066 (32315-7066) ~: (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP

12/5/01

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TALLAHASSEE, FLORIDA

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Foreign

1.) Techsource International, Inc.
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

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*****70.00 *****70.00

3.)
(CORPORATE NAME & DOCUMENT #)

(u)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 5, 2001

CORPORATE ACCESS, INC.

TALLAHASSEE, FL

SUBJECT: TECHSOURCE INTERNATIONAL, INC.
Ref. Number: W01000027735

W. Harris
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We have received your document for TECHSOURCE INTERNATIONAL, 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):

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.

ALSO, you must submit an ORIGINAL -- not a fax or photocopy -- Delaware certificate.

PLEASE NOTE that we have RETAINED you \$70.00 payment.

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) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 301A00064361

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TALLAHASSEE, FLORIDA

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned FRANK GUAGLIARDO, do hereby certify
(Name)that this Resolution of the Board of Directors of TECHSOURCE INTERNATIONAL
INC.
(Corporate Name)a corporation duly organized and existing under the laws of the State of DELAWARE
was duly adopted on NOVEMBER 30, 2001.Be it resolved, that TECHSOURCE INTERNATIONAL, INC.
(Corporate Name)organized and existing in the State of DELAWARE, hereby adopts the name
TECHSOURCE INTERNATIONAL (DELAWARE) INC. for use in Florida.Dated: 12/5/01
Signature of either Chairman, Vice Chairman or any officerFRANK GUAGLIARDO
Type or print nameMake checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

2001/12/05

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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. TECHSOURCE 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. DELAWARE

(State or country under the law of which it is incorporated)

3. 65-0982741

(FEI number, if applicable)

4. 01/18/01

(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. 1001 N. FEDERAL HWY STE 102 HALLANDALE, FL 33009

(Principal office address)

8. SAME

(Current mailing address)

8. ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH CORPS MAY BE ORGANIZED
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
UNDER THE GENERAL CORPORATION LAW OF DELAWARE.

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Corporate Access, Inc.

Office Address: 236 E. 6th Ave.

Talla, FL, Florida 32303

(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.

Dan B. Smith

(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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A. DIRECTORSChairman: FRANK GUAGLIARDOAddress: 1001 N. FEDERAL HWY, STE 102
HALLANDALE, FL 33009

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**B. OFFICERS**President: FRANK GUAGLIARDOAddress: 1001 N. FEDERAL HWY, STE 102
HALLANDALE, FL 33009

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. 

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

14. FRANK GUAGLIARDOPRESIDENT

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

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 "TECHSOURCE INTERNATIONAL 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 FIFTH DAY OF DECEMBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TECHSOURCE INTERNATIONAL INC." WAS INCORPORATED ON THE EIGHTEENTH DAY OF JANUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1482561

DATE: 12-05-01