

FD2000003857

TRANSMISSION CENTER

TO: Registration Section  
Division of Corporations

SUBJECT: ZCS, Ltd., Inc.

(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:

Thomas S. Botkin

(Name of Person)

Botkin & Hall, LLP

200006058632-6

-06/27/02-01023-005

\*\*\*\*\*78.75 \*\*\*\*\*78.75

(Firm/Company)

105 East Jefferson Boulevard, Suite 400

(Address)

South Bend, Indiana 46601-1913

W02-18988

WJ/30  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

02 JUL 29 AM 9:41

(City/State and Zip code)

For further information concerning this matter, please call:

Thomas S. Botkin

at ( 574 ) 234-3900

(Name of Person)

(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



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 28, 2002

THOMAS S. BOTKIN  
BOTKIN & HALL, LLP  
105 EAST JEFFERSON BOULEVARD, SUITE 400  
SOUTH BEND, IN 46601-1913

SUBJECT: ZCS, LTD., INC.  
Ref. Number: W02000018988

We have received your document for ZCS, LTD., INC. and your check(s) totaling \$78.75. 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.

Please note that the adopted name is just for use in Florida, and does not affect your filing in Indiana in any way. Please also note that you are not allowed to form your adopted name by adding "Florida" or "of Florida" to your name. You may wish to call the number below to check the availability of any name you'd like to adopt.

In section 7 you must list a physical address for your office address; we cannot accept a P.O. Box address. In section 12, please list a physical address for your officer/director. In section 12, if no physical address is available for the officer/director, please indicate this by placing "N/A" beside the P.O. Box address.

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) 245-6958.

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DIVISION OF SECRETARY OF STATE  
CORPORATIONS

Lee Rivers  
Document Specialist

Letter Number: 702A00041433

FILED  
STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
02 JUL 29 AM 9:41

# Botkin & Hall, LLP

ATTORNEYS AT LAW

SUITE 400, JEFFERSON CENTRE  
105 EAST JEFFERSON BOULEVARD  
SOUTH BEND, INDIANA 46601-1913

TELEPHONE: (574) 234-3900  
FACSIMILE: (574) 236-2839  
www.botkinhall.com

THOMAS S. BOTKIN  
JOHN R. LIVINGSTON  
  
NANCY J. GOODHEW  
PARALEGAL

JAMES D. HALL  
KEN C. DECKER  
RONALD D. FOSTER

ADMITTED TO PRACTICE BEFORE  
THE UNITED STATES PATENT  
AND TRADEMARK OFFICE

July 25, 2002

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Attention: Lee Rivers, Document Specialist

Re: Letter Number 702A00041433  
Ref. Number W02000018988  
ZCS, Ltd., Inc.

Dear Mr. Rivers:

Pursuant to your letter of June 28, 2002 and our telephone conversations, enclosed is the Resolution of the Board of Directors of ZCS, Inc., adopting the name of ZCS Custom Software, Inc. in the State of Florida. Also enclosed is a copy of your letter of June 28, 2002, as well as the Application by Foreign Corporation. In Section 7 and 12 of the Application, we have added the street address. You previously received the filing fee. I believe everything is in order now to allow approval of the application. If you need anything further, please feel free to call our office.

Thank you for your consideration in the handling of this matter.

Sincerely,

BOTKIN & HALL, LLP

*Gloria J. Takace*  
Gloria J. Takace  
Office Administrator

Enclosures.

T:\CLIENTS\zcs\corp\LETTERS\Florida approval.wpd

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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# RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Patricia Z. VanBokkem, do hereby certify  
(Name)

that this Resolution of the Board of Directors of ZCS, Ltd.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Indiana

was duly adopted on July 15, 2002.

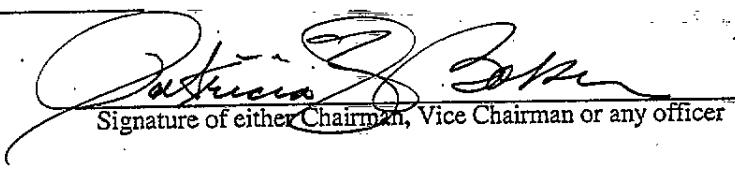
Be it resolved, that ZCS, Ltd.

(Corporate Name)

organized and existing in the State of Indiana, hereby adopts the name

ZCS Custom Software, Inc. for use in Florida.

Dated: \_\_\_\_\_

  
Signature of either Chairman, Vice Chairman or any officer

Patricia Z. VanBokkem

Type or print name

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Make checks payable to Florida Department of State and mail to:  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

## 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. ZCS, Ltd., 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. Indiana

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

3. 58-1583085

(FEI number, if applicable)

4. October 27, 1988

(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. P.O. Box 1889, 1735 Margarets Walk Road

(Principal office address)

Green Cove Springs, Florida 32043

(Current mailing address)

8. To engage in research and development, purchase, sale, import, export, license, distribution, design, manufacture, or rental of computers, peripheral equipment and components, computer software, and any other product of any kind or nature related thereto.  
(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: Patricia Z. VanBokkem

Office Address: 1735 Margarets Walk Road

Green Cove

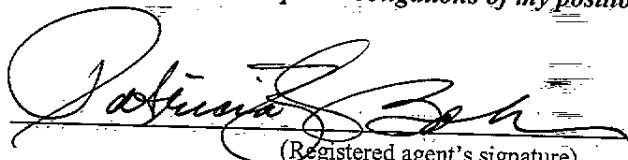
Florida 32043

(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.*



(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.

02 JUL 1988  
DIVISION OF SECRETARY OF STATE  
CORPORATIONS  
FILED  
9:51 AM

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

**A. DIRECTORS**

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

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

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

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

Director: Patricia Z. VanBokkem

Address: P.O. Box 1889, 1735 Margarets Walk Road

Green Cove Springs, FL 32043

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

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

**B. OFFICERS**

President: Patricia Z. VanBokkem

Address: P.O. Box 1889, 1735 Margarets Walk Road

Green Cove Springs, FL 32043

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

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

Secretary: Patricia Z. VanBokkem

1735 Margarets Walk Road

Address: P.O. Box 1889, Green Cove Springs, FL 32043

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

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

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

13. Patricia Z. VanBokkem

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

14. Patricia Z. VanBokkem, President

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

02 JUL 29 AM 9:41  
DIVISION OF CORPORATIONS  
SECRETARY OF STATE  
FILED

STATE OF INDIANA  
OFFICE OF THE SECRETARY OF STATE  
CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper office to execute this certificate.

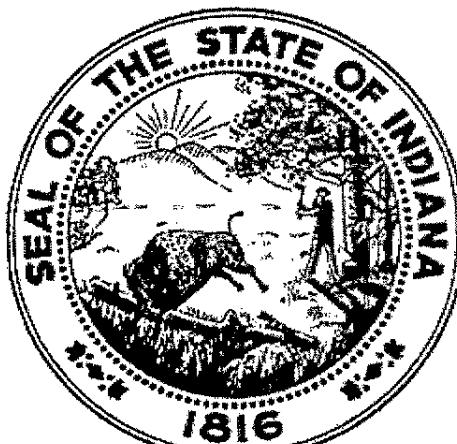
I further certify that records of this office disclose that

ZCS, LTD.

duly filed the requisite documents to commence business activities under the laws of the State of Indiana on October 27, 1988, and was in existence or authorized to transact business in the State of Indiana on June 11, 2002.

I further certify this For-Profit Domestic Corporation has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution or expiration has been filed or taken place.

In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Eleventh day of June, 2002.



*Sue Anne Gilroy*

SUE ANNE GILROY, Secretary of State

02/29/2002  
11:09:41  
FILED  
DIVISION OF  
SECRETARY OF STATE  
CORPORATIONS