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03 JUN 20 PM 2:40
DIVISION OF CORPORATION

FILED

F03-3382

OK



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 20, 2003

AMANDA HADDAN
CSC
TALLAHASSEE, FL

SUBJECT: RAND TECHNOLOGIES OF MICHIGAN, INC.
Ref. Number: W03000017822

RECEIVED
03 JUL -8 PM 12:42
STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for RAND TECHNOLOGIES OF MICHIGAN, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

The application indicates that the corporation began transacting business in Florida on January 1, 2002. If this is so, then penalty fees are owed.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.00.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 303A00038086

RESUBMIT
Please use original
date as file date.

FILED
03 JUL 2003 PM 1:00
TALLAHASSEE, FL



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 140686 7363642

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 20, 2003

ORDER TIME : 2:26 PM

ORDER NO. : 140686-005

CUSTOMER NO: 7363642

CUSTOMER: Ms. Cathy Smythe
Rand Worldwide
5285 Solar Drive

Mississauga, CA L4W 5B8

FOREIGN FILINGS

NAME: RAND TECHNOLOGIES OF MICHIGAN,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 1155

EXAMINER: _____

FILED
JUN 20 PM 1:00
TOLSON & ASSOCIATES
140686-005

**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. Rand Technologies of Michigan 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. Michigan 3. 38-2850507
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 23, 1989 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 1, 2002
(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. 2701 Troy Center
(Principal office address)

5285 Solar Drive, Mississauga Ont, L4W5B8 CANADA
(Current mailing address)

8. Sales / services of CAD/CAM/CAE/PDM/PLM/IT
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(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.

Corporation Service Company

Deborah D. Skipper Deborah D. Skipper
(Registered agent's signature) Asst. V. Pres.

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: See attached officers/directors rider - Schedule 'A'

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider - Schedule 'A'

Address: _____

Vice President: _____

Address: _____

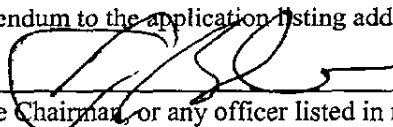
Secretary: _____

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 Baldesarra, Vice President
(Typed or printed name and capacity of person signing application)

SCHEDULE "A"

OFFICERS AND DIRECTORS OF RAND TECHNOLOGIES OF MICHIGAN INC.

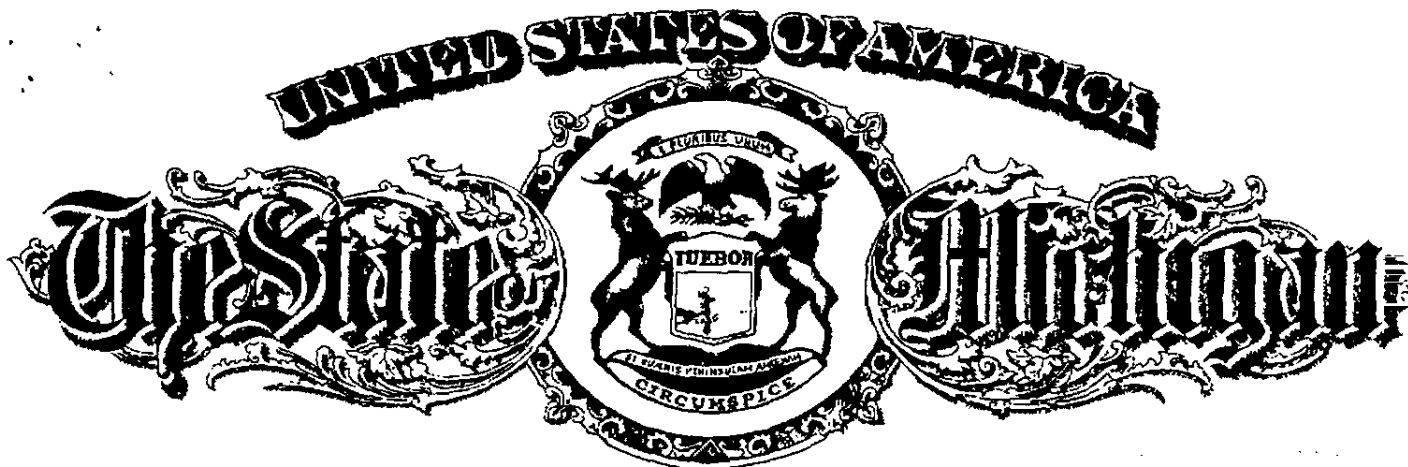
The following persons are the Officers and Directors for Rand Technologies of Michigan Inc.:

| Title | Name | Residential Address |
|-------------------------|------------------|---|
| OFFICERS: | | |
| President | Brian Semkiw | 2020 Lakeshore East, Oakville, Ontario L6J 1M3 |
| Vice President | Frank Baldesarra | 1170 Old Derry Road, Mississauga, Ontario L4W 1A1 |
| Chief Financial Officer | Rui Malhinha | 44 Parkshore Place, Carlisle, Ontario L0R 1H1 |
| Secretary/Treasurer | Dennis Semkiw | 4110 Molly Avenue, Mississauga, Ontario L4Z 1E2 |
| DIRECTORS: | | |
| | Brian Semkiw | 2020 Lakeshore East, Oakville, Ontario L6J 1M3 |
| | Frank Baldesarra | 1170 Old Derry Road, Mississauga, Ontario L4W 1A1 |
| | Dennis Semkiw | 4110 Molly Avenue, Mississauga, Ontario L4Z 1E2 |

**Business Address for the above officers and directors is:

c/o RAND Worldwide
5285 Solar Drive
Mississauga, Ontario
L4W 5B8

FILED
JAN 21 PM 1:53
CLERK OF COURT
SOLARIS, FLORIDA



Lansing, Michigan

This is to Certify That

RAND TECHNOLOGIES OF MICHIGAN, INC.

was validly incorporated on January 23, 1989, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 11th day of June, 2003.

Andrew S. Smith, Director

Bureau of Commercial Services