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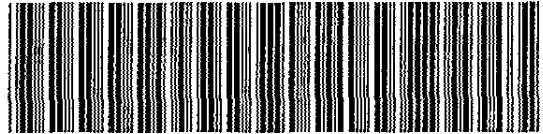
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

BR



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 157310 4307993

AUTHORIZATION :

Patricia Piguet

COST LIMIT : \$ 87.50

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TALLAHASSEE, FLORIDA

ORDER DATE : July 3, 2003

ORDER TIME : 11:14 AM

ORDER NO. : 157310-015

CUSTOMER NO: 4307993

CUSTOMER: Cynthia L. Young, Legal Asst
Wolff & Samson
The Offices At Crystal Lake
One Boland Drive
West Orange, NJ 07052

FOREIGN FILINGS

NAME: THE TOLLY GROUP, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

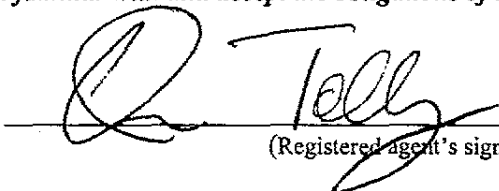
XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER: _____

**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. THE TOLLY GROUP, 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. NEW JERSEY 3. 22-2425370
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 27, 1982 5. perpetual
(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. 2251 Landmark Place, Manasquan, N.J. 08736
(Principal office address)
(Same)
(Current mailing address)
8. to engage in any activities within the purposes for which corporation:
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
may be organized under the New Jersey Business Corporation Act ,*
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Kevin Tolly
Office Address: 236 Tarpon Street
Tavernier, Florida 33070
(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.
*specifically for the purpose of conducting technology research, technology evaluation, technology certification, technology reporting, software and technology development and the provision of consulting services in relation to all of the foregoing, and all other activities ordinarily and customarily included within the scope of the foregoing activities.

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SECRETARY OF STATE

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Kevin Tolly

Address: 2251 Landmark Place

Manasquan, N.J. 08736

Vice President: Paula M. Tolly

Address: 2251 Landmark Place

Manasquan, N.J. 08736

Secretary: Paula M. Tolly

Address: 2251 Landmark Place

Treasurer: Manasquan, N.J. 08736

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. Kevin Tolly President

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

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STATE
TALLAHASSEE, FLORIDA

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

THE TOLLY GROUP, INC.

0100184327

With the Previous or Alternate Name

VIRTUAL SYSTEMS OF NEW JERSEY INC. (Previous Name)

TOLLY INC. (Previous Name)

VIRTUAL SYSTEMS OF N.J., INC. (Previous Name)

THE TOLLY GROUP (Alternate Name)

I, the Treasurer of the State of New Jersey,
do hereby certify that the above-named
New Jersey Domestic Profit Corporation was
registered by this office on December 27, 1982.

As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.

I further certify that the registered agent and
registered office are:

Kevin Tolly
2251 Landmark Place
Manasquan, NJ 08736

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STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

THE TOLLY GROUP, INC.

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STATE
TREASURY
TALLAHASSEE, FLORIDA



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
9th day of July, 2003

John E McCormac, CPA
State Treasurer