

APR 19 2004 12:13 CT CORPORATION  
DIVISION OF CORPORATIONS  
**F04000002150**

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Florida Department of State  
Division of Corporations  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Division of Corporations  
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

**FILED**

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. 2004 APR 19 A 10:12

1. TECHNISOURCE, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

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

3. 20-0443026

(FEI number, if applicable)

4. 12/02/2003

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 01/01/2004

(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. 12140 Woodcrest Executive Dr. Suite 300, St. Louis, MO 63141

(Principal office address)

same

(Current mailing address)

8. See Attachment

(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: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island

Plantation

(City)

Florida

33324

(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.*

C T Corporation System

*Dr. S. Beem* *Asst. Secretary*  
(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.

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

**FILED****A. DIRECTORS** *SEE ATTACHMENT*Chairman: Stephen R. Bova

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Address: 2300 Cotondale Lane Suite 250Little Rock, AR 72202SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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

Director: Michael EisensonAddress: 600 Atlantic Ave. 26th FloorBoston, MA 02210-2203Director: Lawrence DeritoAddress: 208 Birkdale LnJupiter, FL 33458**B. OFFICERS** *SEE ATTACHMENT*President: Stephen R. BovaAddress: 2300 Cotondale Lane Suite 250Little Rock, AR 72202Vice President: Paul SharpeAddress: 350 W. Wilger Ln Suite 250Walnut Creek, CA 94598Secretary: James HudsonAddress: 2300 Cotondale Ln Suite 250 Little Rock, AR 72202Treasurer: Ronald McDanielAddress: 2300 Cotondale Ln Suite 250 Little Rock, AR 72202

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

13. Richard T. Kalbfleish

(Signature of Director or Officer listed in number 12 of the application)

14. Richard T Kalbfleish, Asst. Secretary

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

Attachment to Florida

**FILED****Purpose Clause**

Information Technology Staffing Service, to include contract to hire, long and short term contracting, and direct placement. 7001 APR 19, A 10: 12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**Officers & Directors**

- 
- |    |                   |   |
|----|-------------------|---|
| 1. | Full Name:        | Stephen R. Bova                             |
|    | Officer/Director: | Officer, Director                           |
|    | Officer's Title:  | President & CEO                             |
|    | Director's Title: | Chairman                                    |
|    | Business Address: | 2300 Cottondale Lane Suite 250              |
|    | City:             | Little Rock                                 |
|    | State:            | AR  |
|    | ZIP Code:         | 72202                                       |
| 2. | Full Name:        | Michael F. Winwood                          |
|    | Officer/Director: | Officer                                     |
|    | Officer's Title:  | COO   |
|    | Business Address: | 2300 Cottondale Ln Suite 250                |
|    | City:             | Little Rock                                 |
|    | State:            | AR  |
|    | ZIP Code:         | 72202                                       |
| 3. | Full Name:        | Paul Sharps                                 |
|    | Officer/Director: | Officer                                     |
|    | Officer's Title:  | Vice President                              |
|    | Business Address: | 350 zn Wilget Ln Suite 250                  |
|    | City:             | Walnut Creek                                |
|    | State:            | CA  |
|    | ZIP Code:         | 94598                                       |
| 4. | Full Name:        | Ronald McDaniel                             |
|    | Officer/Director: | Officer                                     |
|    | Officer's Title:  | CFO & Treasurer                             |
|    | Business Address: | 2300 Cottondale Ln Suite 250                |
|    | City:             | Little Rock                                 |
|    | State:            | AR  |
|    | ZIP Code:         | 72202                                       |
| 5. | Full Name:        | Richard T Kalbfleish                        |
|    | Officer/Director: | Officer                                     |
|    | Officer's Title:  | Controller, Asst Treasurer & Asst Secretary |
|    | Business Address: | 12140 Woodcrest Executive Dr. Suite 300     |
|    | City:             | St. Louis                                   |
|    | State:            | MO  |
|    | ZIP Code:         | 63141                                       |
| 6. | Full Name:        | James Hudson                                |

Officer/Director:  
Officer's Title:  
Business Address:  
City:  
State:  
ZIP Code:

Officer  
Secretary  
2300 Cottondale Ln Suite 250  
Little Rock  
AR  
72202

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TALLAHASSEE, FLORIDA

7. Full Name:  
Officer/Director:  
Officer's Title:  
Director's Title:  
Business Address:  
City:  
State:  
ZIP Code:

Lawrence Derito  
Director

Other Director  
208 Birkdale Ln  
Jupiter  
FL  
33458

8. Full Name:  
Officer/Director:  
Officer's Title:  
Director's Title:  
Business Address:  
City:  
State:  
ZIP Code:

Bruce French  
Director

Other Director  
195 Hudson  
Toronto  
OT  
M4T2K7

# Delaware

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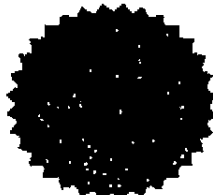
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TECHNISOURCE, 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 EIGHTH DAY OF APRIL, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

3734251 8300

040259881

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3042380

DATE: 04-08-04