

JUN-03 2:34 14:02 CT CORPORATION  
 Division of Corporations  
**F04000003117**

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Florida Department of State  
 Division of Corporations  
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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. INTELLIMARK, INC.

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

(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. 20-0442991

(FEI number, if applicable)

4. 12/02/03

(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: CT Corporation System

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

Plantation, Florida 33324  
(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.

CT Corporation System

By: [Signature]

(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;

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**A. DIRECTORS SEE ATTACHMENT**Chairman: Stephen R BovaAddress: 2300 Cottondale Ln Suite 250Little Rock, AR 72202

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

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

Director: Michael EisensonAddress: 600 Atlantic Ave 26th FlBoston, MA 02210-2203Director: Lawrence DeritoAddress: 208 Birkdale LnJupiter, FL 33458**B. OFFICERS SEE ATTACHMENT**President: Stephen R BovaAddress: 2300 Cottondale Ln Suite 250Little Rock, AR 72202Vice President: Greg LoweAddress: 5020 richard Lane suite 101Mechanicsburg, PA 17055Secretary: James HudsonAddress: 2300 Cottondale Ln Suite 250 Little Rock, AR 72202Treasurer: Ronald McDanielAddress: 2300 Cottondale 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. \_\_\_\_\_

(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)

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Attachment to Florida

**Purpose Clause**

Information Technology Staffing Service, to include contract to hire, long and short term contracting, and direct placement.

**Officers & Directors**

- 
- |    |                   |                              |
|----|-------------------|------------------------------|
| 1. | Full Name:        | Stephen R Bova               |
|    | Officer/Director: | Officer, Director            |
|    | Officer's Title:  | CEO & President              |
|    | Director's Title: | Chairman                     |
|    | Business Address: | 2300 Cottondale Ln Suite 250 |
|    | City:             | Little Rock                  |
|    | State:            | AR                           |
|    | ZIP Code:         | 72202                        |
| 2. | Full Name:        | John Willett                 |
|    | Officer/Director: | Officer                      |
|    | Officer's Title:  | President                    |
|    | Business Address: | 1322 Crestside Dr. #114      |
|    | City:             | Coppell                      |
|    | State:            | TX                           |
|    | ZIP Code:         | 75019                        |
| 3. | Full Name:        | Michael F Winwood            |
|    | Officer/Director: | Officer                      |
|    | Officer's Title:  | Executive Vice President     |
|    | Business Address: | 2300 Cottondale Ln Suite 250 |
|    | City:             | Little Rock                  |
|    | State:            | AR                           |
|    | ZIP Code:         | 72202                        |
| 4. | Full Name:        | Greg Lowe                    |
|    | Officer/Director: | Officer                      |
|    | Officer's Title:  | Vice President               |
|    | Business Address: | 5020 richard Lane suite 101  |
|    | City:             | Mechanicsburg                |
|    | State:            | PA                           |
|    | ZIP Code:         | 17055                        |
| 5. | Full Name:        | Eric Heil                    |
|    | Officer/Director: | Officer                      |
|    | Officer's Title:  | Vice President               |
|    | Business Address: | South 2nd Street             |
|    | City:             | Rogers                       |
|    | State:            | AR                           |
|    | ZIP Code:         | 72756                        |
| 6. | Full Name:        | Ronald McDaniel              |

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- |                   |                            |
|-------------------|----------------------------|
| Officer/Director: | Officer                    |
| Officer's Title:  | CFO & Treasurer            |
| Business Address: | 2300 Cottdale Ln Suite 250 |
| City:             | Little Rock                |
| State:            | AR                         |
| ZIP Code:         | 72202                      |
- 
- |                   |   |
|-------------------|---|
| 7. 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                                       |
- 
- |                   |                              |
|-------------------|------------------------------|
| 8. Full Name:     | Ben Peters                   |
| Officer/Director: | Officer                      |
| Officer's Title:  | Asst Controller              |
| Business Address: | 1322 Crestside Dr. Suite 114 |
| City:             | Coppell                      |
| State:            | TX                           |
| ZIP Code:         | 75019                        |
- 
- |                   |                            |
|-------------------|----------------------------|
| 9. Full Name:     | James Hudson               |
| Officer/Director: | Officer                    |
| Officer's Title:  | Secretary                  |
| Business Address: | 2300 Cottdale Ln Suite 250 |
| City:             | Little Rock                |
| State:            | AR                         |
| ZIP Code:         | 72202                      |
- 
- |                   |                 |
|-------------------|-----------------|
| 10. Full Name:    | Lawrence Derito |
| Officer/Director: | Director        |
| Officer's Title:  |                 |
| Director's Title: | Other Director  |
| Business Address: | 208 Birkdale Ln |
| City:             | Jupiter         |
| State:            | FL              |
| ZIP Code:         | 33458           |
- 
- |                   |                 |
|-------------------|-----------------|
| 11. Full Name:    | Kim Davis       |
| Officer/Director: | Director        |
| Officer's Title:  |                 |
| Director's Title: | Other Director  |
| Business Address: | 17 Deepwood Dr. |
| City:             | Chappiqua       |
| State:            | NY              |
| ZIP Code:         | 10514           |
- 
- |                   |               |
|-------------------|---------------|
| 12. Full Name:    | Brandon White |
| Officer/Director: | Director      |

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CT CORPORATION

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

Other Director  
15 Rowe Street  
Newton  
MA  
02466

# Delaware

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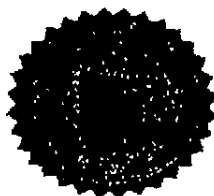
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INTELLIMARK, 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 THIRTEENTH DAY OF MAY, A.D. 2004.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "INTELLIMARK, INC." WAS INCORPORATED ON THE SECOND DAY OF DECEMBER,

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*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 3110548

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DATE: 05-13-04