

From:  
Division of Corporations

FOS 000003391

06/09/2005 15:03 #1 P.0017/05

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Account Name : NATIONAL CORPORATE RESEARCH, LTD.  
Account Number : 120000000088  
Phone : (800)221-0102  
Fax Number : (212)564-6083

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FOREIGN PROFIT QUALIFICATION

Gecis U.S. Holdings, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	04
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FOS-3391  
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From:

06/09/2005 15:04 #169 P.002/005

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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.*

**Gecis U.S. Holdings, Inc.**

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

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

2 Delaware 3. 72-159008  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 7, 2004 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6 \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7 260 Long Ridge Road Stamford CT 06927  
(Principal office address)

260 Long Ridge Road Stamford CT 06927  
(Current mailing address)

8. Supply business outsourcing services and to engage in any lawful act or activity for which corporations may be organized under the laws of the state.

(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 NOT acceptable)

Name: National Corporate Research, Ltd., Inc.

Office Address: 103 N. Meridian 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.*

*Ana Marie Cummings*  
(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.

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

A. DIRECTORS

Chairman: See Attached

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

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

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

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

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

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

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

B. OFFICERS

President: See Attached

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

14. Vinod Verghese Secretary  
(Typed or printed name and capacity of person signing application)

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**Name and addresses of directors**

Title	Name	Address (Business)	Address (Residence)
Director	V.N. Tyagarajan	260 Long Ridge Road, Mail Stop 1039-2121, Stamford, CT 06927	16 Willow Brook Lane, Newtown, CT 06470
Director	Edward Pfaff	EDM S. de R.L. de C.V. 2004 Bassett Ave PMB 2500 El Paso, TX 79901-1923	1115 Cile Parque Dr., El Paso, Texas 79912
Director	Michael Corning	260 Long Ridge Road, Mail Stop 1039-2121, Stamford, CT 06927	323 Mudry Farm Road Brookfield, CT 06804.

**Name and addresses of Officers**

Title	Name	Address (Business)	Address (Residence)
President	V.N. Tyagarajan	GE Towers, Sector Road, Sector 53, DLF Phase 5, Gurgaon 122002,	16 Willow Brook Lane, Newtown, CT 06470
Vice President Tax Manager and Treasurer	Edward Pfaff	EDM S. de R.L. de C.V. 2004 Bassett Ave PMB 2500 El Paso, TX 79901-1923	1115 Cile Parque Dr., El Paso, Texas 79912
Vice President	Michael Corning	260 Long Ridge Road, Mail Stop 1039-2121, Stamford, CT 06927	323 Mudry Farm Road Brookfield, CT 06804
Secretary	Vinod Verghese	260 Long Ridge Road, Mail Stop 1039-2121, Stamford, CT 06927	200 Broad Street, Apt 2313 Stamford, CT 06901

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06/09/2005 15:05 #169 P.005/005

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# Delaware

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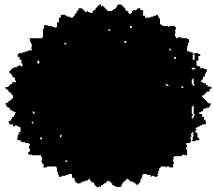
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GECIS U.S. HOLDINGS, 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 JUNE, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GECIS U.S. HOLDINGS, INC." WAS INCORPORATED ON THE SEVENTH DAY OF DECEMBER, A.D. 2004.

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

SECRETARY OF STATE  
HARRIET SMITH WINDSOR  
12 13 2005



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

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AUTHENTICATION: 3934513

050477979

DATE: 06-08-05

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