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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

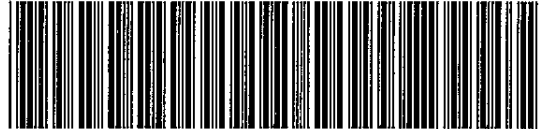
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CORPORATION SERVICE COMPANY

★ File Second ★

ACCOUNT NO. : 072100000032
REFERENCE : 565528 7495285
AUTHORIZATION : *Patricia Pajito*
COST LIMIT : \$ 70.00

FILED
03 SEP -2 PM 12:50
TALLAHASSEE, FLORIDA
SEC. OF STATE

ORDER DATE : August 26, 2005
ORDER TIME : 10:40 AM
ORDER NO. : 565528-285
CUSTOMER NO: 7495285
CUSTOMER: Mr. Chris Stern
Tier Technologies, Inc.
Suite 400
10780 Parkridge Blve.
Reston, VA 20191

FOREIGN FILINGS

NAME: TIER TECHNOLOGIES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 2955

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. Tier Technologies, 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

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

3. 94-3145844

(FEI number, if applicable)

4. October 25, 2004

(Date of incorporation)

5. perpetual

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

6. July 15, 2005

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

7. 10780 Parkridge Boulevard, Suite 400, Reston, VA 20191

(Principal office address)

10780 Parkridge Boulevard, Suite 400, Reston, VA 20191

(Current mailing address)

8. information technology consulting

(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: 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

By: Cynthia L. Harris

(Registered agent's signature)

Cynthia L. Harris
as its agent

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

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

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. Deanne M. Tully
(Signature of Director or Officer listed in number 12 of the application)

14. Deanne M. Tully, Vice President & Corporate Counsel
(Typed or printed name and capacity of person signing application)

Tier Technologies, Inc.

Officers

David Fountain
10780 Parkridge Boulevard, Suite 400
Reston, VA 20191

Chief Financial Officer

Michael A. Lawler
10780 Parkridge Boulevard, Suite 400
Reston, VA 20191

Senior Vice President

Deanne M. Tully
10780 Parkridge Boulevard, Suite 400
Reston, VA 20191

Vice President, General Counsel,
Corporate Secretary

Todd Vucovich
10780 Parkridge Boulevard, Suite 400
Reston, VA 20191

Senior Vice President, Packaged
Software and Systems Intetration

Stephen Wade
10780 Parkridge Boulevard, Suite 400
Reston, VA 20191

Senior Vice President, Business
Development

James R. Weaver
10780 Parkridge Boulevard, Suite 400
Reston, VA 20191

President and CEO

Directors

Charles W. Berger
10780 Parkridge Boulevard, Suite 400
Reston, VA 20191

Samuel Cabot
10780 Parkridge Boulevard, Suite 400
Reston, VA 20191

Morgan P. Guenther
10780 Parkridge Boulevard, Suite 400
Reston, VA 20191

Ronald L. Rossetti
10780 Parkridge Boulevard, Suite 400
Reston, VA 20191

T. Michael Scott
10780 Parkridge Boulevard, Suite 400
Reston, VA 20191

Bruce R. Spector
10780 Parkridge Boulevard, Suite 400
Reston, VA 20191

James R. Weaver
10780 Parkridge Boulevard, Suite 400
Reston, VA 20191

Delaware

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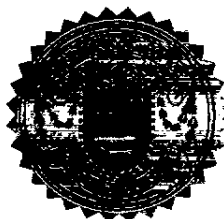
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TIER TECHNOLOGIES, 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 THIRTIETH DAY OF AUGUST, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TIER TECHNOLOGIES, INC." WAS INCORPORATED ON THE TWENTY-FIFTH DAY OF OCTOBER, A.D. 2004.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3868718 8300

AUTHENTICATION: 4124259

050713351

DATE: 08-30-05