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Florida Department of State
Division of Corporations
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Fax Number : (850) 617-6381

From:

Account Name : BUSINESS FILINGS
Account Number : 105256001620
Phone : (608) 827-5300
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FOREIGN PROFIT/NONPROFIT CORPORATION

Marshall Technology Solutions, Inc.

Certificate of Status	0
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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.

OCT 18 P 2:02

1. Marshall Technology Solutions, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "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. Colorado 3. 20-1795257
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/20/2004 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. 7380 Sand Lake Road, Suite 500, Orlando, Florida 32819
(Principal office address)

7380 Sand Lake Road, Suite 500, Orlando, Florida 32819
(Current mailing address)

8. Accounting Software sales and support services
(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: Business Filings Incorporated

Office Address: 1203 Governors Square Blvd, Suite 101

Tallahassee, Florida 32301-2960
(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.



Terese Coulthard, Asst Secretary, Business Filings Incorporated

(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

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Chairman: _____

Address: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Vice Chairman: _____

Address: _____

Director: Lawrence MarshallAddress: 7380 Sand Lake Road, Suite 500, Orlando, Florida 32819

Director: _____

Address: _____

B. OFFICERSPresident: Lawrence MarshallAddress: 7380 Sand Lake Road, Suite 500, Orlando, Florida 32819Vice President: Lawrence MarshallAddress: 7380 Sand Lake Road, Suite 500, Orlando, Florida 32819Secretary: Lawrence MarshallAddress: 7380 Sand Lake Road, Suite 500, Orlando, Florida 32819Treasurer: Lawrence MarshallAddress: 7380 Sand Lake Road, Suite 500, Orlando, Florida 32819**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. Lawrence Marshall, President
(Typed or printed name and capacity of person signing application)

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FILED**OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**CERTIFICATE**

I, Mike Coffman, as the Secretary of State of the State of Colorado, hereby certify that,
according to the records of this office,

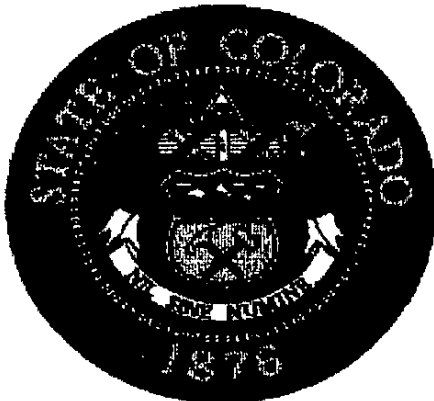
Marshall Technology Solutions, Inc.

is a
Corporation

formed or registered on 10/20/2004 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20041366996 .

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 10/04/2007 that have been posted, and by documents delivered to this office electronically through 10/08/2007 @ 14:14:01 .

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 10/08/2007 @ 14:14:01 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 6904563 .



Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."