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ESC networks
PRENTICE HALL
LEGAL & FIN. SOCIAL SERVICES

201 HAY STREET
NEWARK, N.J. 07102
908-999-9171
908-999-0393 FAX

95 APR -6 AM 11:19

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032 *mtr*
REFERENCE : ~~573181~~ 86901U
AUTHORIZATION : *Patricia Pyszto*
COST LIMIT : \$ 70.00

ORDER DATE : April 6, 1995

ORDER TIME : 10:39 AM

600001449496

ORDER NO. : 573181

W95-7453

CUSTOMER NO: 86901U

CUSTOMER: Mr. Kurt Plender
Prentice Hall Legal &
One Civic Center Plaza
1560 Broadway, Suite 620
Denver, CO 80202

FOREIGN FILINGS

NAME: APTEK WILLIAMS, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 6, 1995

CSC NETWORKS

SUBJECT: APTEK WILLIAMS, INC.
Ref. Number: W95000007453

Resubmit

We have received your document for APTEK WILLIAMS, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501, F.S., must be set forth in section 6 of the application. If the corporation has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office is required to collect the minimum civil penalty of \$500 for each year other than the application filing year, that a foreign corporation transacts business in this state without authority along with the past annual report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6097.

Michael Mays
Corporate Specialist

Letter Number: 395A00015735

RECEIVED
95 APR -6 PM 3:11
DIVISION OF CORPORATIONS

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. Antek Williams, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 93-1170046
(FEI number, if applicable)
4. 3-21-95
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.165, F.S.)
7. 14100 SW 72nd Avenue
Portland, OR-97224
(Current mailing address)
8. To engage in any lawful act or activity for which a corporation may be organized under the Delaware General Corporation Law.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: Prentice Hall
Office Address: 1 Biscayne Tower, 2 South Biscayne Blvd., 1810
Miami, Florida, 33131
(Zip Code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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.

By: Kurt Plunder (Asst. Sec'y.)
(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Thomas W. ItinAddress: 7001 Orchard Lake Road, Suite 424West Bloomfield, MI 48322-3608

Director: _____

Address: _____

B. OFFICERS

President: Thomas W. ItinAddress: 7001 Orchard Lake Road, Suite 424West Bloomfield, MI 48322-3608

Vice President: _____

Address: _____

Secretary: _____

Address: _____

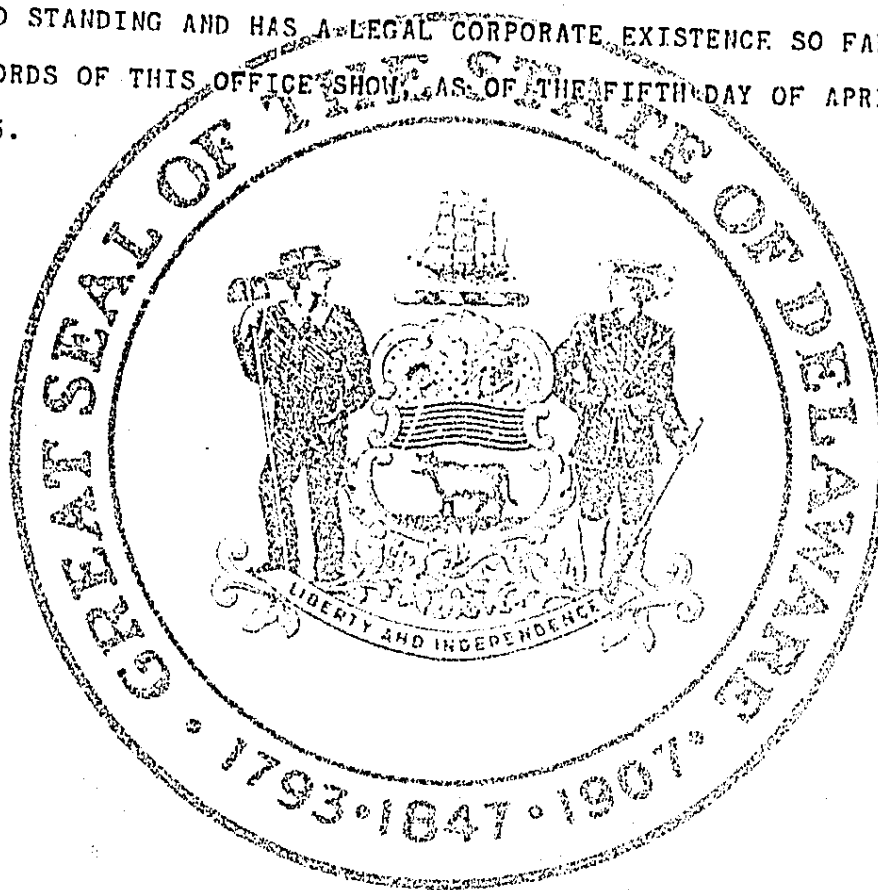
Treasurer: Thomas W. ItinAddress: 7001 Orchard Lake Road, Suite 424West Bloomfield, MI 48322-3608

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

13. _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)14. Thomas W. Itin, Chairman
(Typed or printed name and capacity of person signing application)FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR -6 PM 4:19

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "APTEK WILLIAMS, 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 FIFTH DAY OF APRIL, A.D. 1995.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR -6 PM 4:19



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7463526

DATE: 04-05-95