

F95000001803



January 31, 1995

Florida Department of State
Attn: Frieda
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Frieda:

RE: Your Letter of January 12, 1995

200001394582
-02/07/95--01092--001
*****78.75 *****78.75

Per your letter of January 12, 1995, we are enclosing a check for \$78.75 which covers the following:

\$35 for Filing Fee for Florida
\$35 for Registered Agent Designation Fee
\$8.75 for Certificate of State

We are also enclosing a letter signed from our Florida Registered Agent, and completed Transmittal Letter from Florida.

In checking our files, I find a copy of Application by Foreign Corporation for Authorization to Transact Business in Florida (copy attached), dated July 15, 1988. It appears that we have previously filed this form. However, as you requested we are filing a new application.

Sincerely,

COBRO CORPORATION


Colvin M. Poole, Vice President
Chief Financial Officer

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 13 PM 12:39

CMP/cl

Enclosures





FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 9, 1995

COBRO CORPORATION
% COLVIN M. POOLE
502 EARTH CITY EXPRESSWAY, SUITE 317
EARTH CITY, MO 63045

SUBJECT: COBRO CORPORATION
Ref. Number: W95000002962

We have received your document for **COBRO CORPORATION** and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Number 6 of the application must be completed. If the corporation has not transacted business or conducted its affairs in Florida because it has not received confirmation from this office, please insert the words "upon qualification" in lieu of a date.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please **RETURN ALL DOCUMENTATION** to the **ATTENTION** of the **CORPORATE SPECIALIST** indicated.

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) 487-6094.

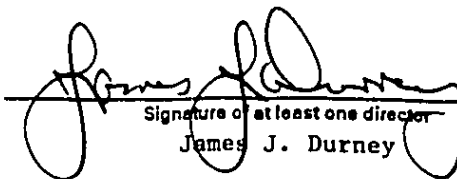
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DIVISION OF CORPORATIONS
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RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned James J. Durney, do hereby certify
that this Resolution of the Board of Directors of COBRO Corporation,
a corporation duly organized and existing under the laws of the State of Maryland,
was duly adopted on April 7, , 19 95 .

Resolved, that COBRO Corporation, organized
and existing in the State of Maryland, hereby adopts the
name COBRO Systems Corporation for use in Florida.

Dated: April 7, 1995


Signature of at least one director
James J. Durney
FILED
SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
95 APR 13 PM 12:39

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. COBRO Corporation
(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. Maryland 3. 52-0954934
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 13, 1972 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. _____
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 502 Earth City Expressway, Suite 317
Earth City, MO 63045
(Current mailing address)
8. Government Contracting - Consultants
(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: CT Corporation System
Office Address: 1200 S. Pine Island Road
Plantation, Florida, 33924
(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.

(SEE ATTACHED FORM)

(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.

ACCEPTANCE OF APPOINTMENT

QO CORPORATION

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: January 27, 1995

C T CORPORATION SYSTEM

By



Bonnie L. Harmon,
Assistant Secretary

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DIVISION OF CORPORATIONS
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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: James J. Durney

Address: 2056 Lost Meadow Drive
St. Charles, MO 63303

Vice Chairman: _____

Address: _____

Director: Henry A. Bechard, Jr.

Address: 78 Newfane Road
Bedford, NH 03110

Director: Ellis D. Parker

Address: 128 Deer Run Strut
Enterprise, AL 36330

B. OFFICERS

President: James J. Durney

Address: 2056 Lost Meadow Drive
St. Charles, MO 63303

Vice President: Colvin M. Poole

Address: 33 Royale Court
Lake St. Louis, MO 63367

Secretary: Colvin M. Poole


Address: _____

Treasurer: Colvin M. Poole

Address: _____

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SECRETARY OF STATE
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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. Colvin M. Poole, Secretary
(Typed or printed name and capacity of person signing application)

STATE OF MARYLAND

346900

DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, GLORIA J. WATSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT COBRO CORPORATION IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 13 PM 12:39



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 2ND DAY OF MARCH, 1995.

Gloria J. Watson
GLORIA J. WATSON
OFFICE SUPERVISOR II

F95 000001803



August 31, 1995

Steven Harris, Corporate Specialist
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

800001586748
-09/18/95--01015--008
*****35.00 *****35.00

Steven:

Enclosed is a copy of State of Florida Qualification form showing COBRO Corporation doing business in Florida as COBRO Systems Corporation. As we discussed, and that the name COBRO Corporation is now available, we hereby request to do business in the State of Florida as COBRO Corporation.

Also, enclosed is a copy of our Corporate Resolution.

Please let me know if you need any thing else. Thank you for your assistance in this matter.

Sincerely,

COBRO CORPORATION

Colvin M. Poole, Vice President
Chief Financial Officer

CMP/clis

Enclosed

SH SEP - 7 1995

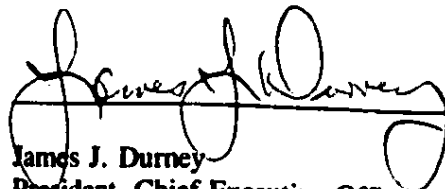
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP - 6 AM 11:24

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned James J. Durney, do hereby certify that this Resolution of the Board of Directors of COBRO Corporation, a corporation duly organized and existing under the laws of the State of Maryland, was duly adopted on April 7, 1995.

Resolved, that COBRO Corporation, organized and existing in the State of Maryland, hereby adopts the name COBRO Corporation for use in Florida.

Dated: August 31, 1995


James J. Durney
President, Chief Executive Officer
Director

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP - 6 AM 11: 24

State of Florida



Department of State

I certify from the records of this office that COBRO CORPORATION doing business in Florida as COBRO SYSTEMS CORPORATION is a Maryland corporation authorized to transact business in the State of Florida, qualified on April 13, 1995.

The document number of this corporation is F95000001803.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1995, and its status is active.

I further certify that said corporation has not filed a Certificate of Withdrawal.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Thirteenth day of April, 1995



CR2EO22 (1-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State