

F95000002888

TRANSMITTAL LETTER

RECEIVED

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

800001473698
-05/03/95--01143--001
*****70.00 *****70.00

SUBJECT: Island Software Technology, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Marina Spence
(Name of Person)
Team Alliance Tampa Bay
(Firm/Company)
550 N. Reo St., Suite 300
(Address)
Tampa FL 33609
(City, State and Zip Code)

W95-9427

Should you need to call someone concerning this matter, please call:

Marina Spence at (813) 287-5086
(Name of Person) Area Code & Daytime Telephone Number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 15 AM 9:23

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 4, 1995

**TEAM ALLIANCE TAMPA BAY
% MARINA SPENCE
550 N. REO ST., SUITE 300
TAMPA, FL 33609**

SUBJECT: ISLAND SOFTWARE TECHNOLOGY, INC.
Ref. Number: W95000009427

We have received your document for ISLAND SOFTWARE TECHNOLOGY INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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.

Steven Harris
Corporate Specialist

Letter Number: 695A00021682

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Director (Marina Spence), do hereby certify that this Resolution of the Board of Directors of Island Software Technology, a corporation duly organized and existing under the laws of the State of Delaware, was duly adopted on May 14, 19 95.

Resolved, that Island Software Technology, organized and existing in the State of Delaware, hereby adopts the name Atlantis Software Technology Inc for use in Florida.

Dated: 5-14-95

Marina Spence

Signature of at least one director

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95 JUN 15 AM 9:23

**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. Island Software Technology Incorporated
(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 3. 59-3293188
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1-19-95 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Anticipated: 6-1-95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. 550 N. Reo St., Suite 300
Tampa, FL 33609
(Current mailing address)

8. Management of software placement firm
(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: Marina Spence - TATB

Office Address: 550 N. Reo Suite 300

Tampa, Florida, 33609
(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.

Marina Spence
(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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95 JUN 15 AM 11:23

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

A. DIRECTORS

Chairman: Marina Spence
Address: 10460 Roosevelt Blvd. #265
St. Petersburg, FL 33716
Vice Chairman: Stacey Schindler
Address: 2849 W. Dundee Rd. #126
Northbrook, IL 60062

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. Marina Spence
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Marina Spence
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ISLAND SOFTWARE TECHNOLOGY, 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 SECOND DAY OF JUNE, A.D. 1995.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 15 AM 9:26



Edward J. Freel
Edward J. Freel, Secretary of State

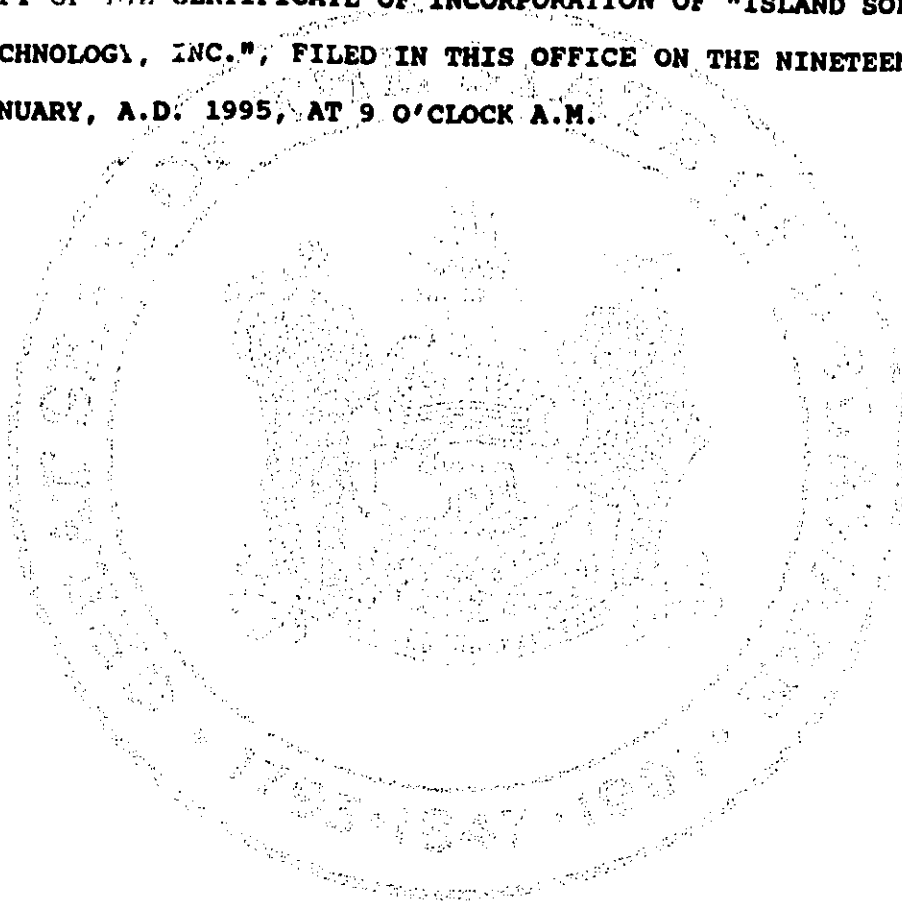
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AUTHENTICATION: 7525488
DATE: 06-02-95

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "ISLAND SOFTWARE TECHNOLOGY, INC.", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF JANUARY, A.D. 1995, AT 9 O'CLOCK A.M.



2472524 8100

950027128


Edward J. Freel, Secretary of State

AUTHENTICATION:

7397494

DATE:

02-06-95

01/19/95 15:59 0302 998 5616

DEL BUS INC

STATE
STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 01/19/1995
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0002/002

CERTIFICATE OF INCORPORATION A Stock Corporation

FIRST: The corporation name is **ISLAND SOFTWARE TECHNOLOGY, INC..**

SECOND: Its registered office in the State of Delaware is to be located at 3422 Old Capitol Trail, Suite 700, in the city of Wilmington, county of New Castle, 19808-6192. The registered agent in charge thereof is Delaware Business Incorporators, Inc., located at same address, as above.

THIRD: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The amount of the total authorized capital stock of this corporation is 1500 shares of No par value.

FIFTH: The name and mailing address of the incorporator is Delaware Business Incorporators, Inc., 3422 Old Capitol Trail, Suite 700, Wilmington, DE 19808-6192.

SIXTH: The powers of the incorporator are to terminate upon the filing of the certificate of incorporation. The name and mailing address of the person who is to serve as director until the first annual meeting of the shareholders or until their successors are duly elected and qualify is as follows:

Marina Spence, 207 E. Ohio, #104, Chicago, IL 60611
Stacey Schindler, 2849 W. Dundee Rd., #126, Northbrook, IL 60062

I, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this date 01/19/95.

Incorporator:
Delaware Business Incorporators, Inc.

By: 
Russell D. Murray, V.P.

ID: 5114