

9500003805
THE COMPANY CORPORATION
Three Christmas Centre • 201 N. Walnut Street • Wilmington, Delaware 19801 • Telephone: (302) 575-0440 • Fax: (302) 575-0440

August 1, 1995

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Entrepreneurial Management Consulting Corporation
9506302520497

500001555515
-08/09/95--01002--014
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find:

- Application for Authority
- Certificate of Good Standing
- payment of \$70.00

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440 with questions regarding the enclosed application.

FILED
95 AUG -7 PM 2:21
TALLAHASSEE, FLORIDA

mt

Sincerely,

Susan P. Rosenthal
Corporate Service Representative

enc.

**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. Entrepreneurial Management Consulting 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. Delaware 3. 593324204
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 30 June 1995 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. NA upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. P. O. Box 1392
Lynn Haven, FL 32444
(Current mailing address)
8. Software Development, Consulting Services and any Lawful Act or Activity
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
for which Corporations may be organized
9. **Name and street address of Florida registered agent:**
Name: Larry Wolfe
Office Address: 200 A John Knox Rd.
Tallahassee, Florida, 32314
(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
(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: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: N/A Jane Ramsey

Address: 605 Baywood Dr.

Lynn Haven, FL 32444

Vice Chairman: N/A

Address: _____

Director: N/A

Address: _____

Director: N/A

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Jane A. Ramsey

Address: 605 Baywood Drive

Lynn Haven, FL 32444

Vice President: N/A

Address: _____

Secretary: Jane A. Ramsey

Address: 605 Baywood Drive

Lynn Haven, FL 32444

Treasurer: Donald R. Ramsey

Address: 605 Baywood Drive, Lynn Haven, FL 32444

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

13. Jane A. Ramsey
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Jane A. Ramsey, President
(Typed or printed name and capacity of person signing application)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
PROCESS MAY BE SERVED.

In compliance with Section 607.1507, Florida Statutes, the following is
submitted:

First, this Entrepreneurial Management Consulting Corporation
desiring to organize under the laws of the state of Florida with its principal place of
business located in the city of Lynn Haven, State of
Florida, has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee,
32303-6643 as its agent for service of process within Florida.

Having been named to accept service of process for the above state
corporation, at the place designated in this Certificate, I hereby agree to act in this
capacity, and I further agree to comply with the provisions of all statutes relative to
the proper and complete performance of my duties.


Larry Wolfe

7/31/95
Date

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREDY CERTIFY "ENTREPRENEURIAL MANAGEMENT CONSULTING CORPORATION" 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 THIRTY-FIRST DAY OF JULY, A.D. 1995.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

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7591949
AUTHENTICATION

DATE 07-31-95