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**networks**

PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 731719 4371631

AUTHORIZATION :

COST LIMIT : \$

ORDER DATE : November 9, 1995

ORDER TIME : 11:05 AM

ORDER NO. : 731719

CUSTOMER NO: 4371631

CUSTOMER: Brenda W. Coleman, Legal Asst  
Manning, Fulton & Skinner,  
3605 Glenwood Ave.  
500 Ucb Plz.  
Raleigh, NC 27612

FOREIGN FILINGS

NAME: NINE RIVERS TECHNOLOGY  
CORPORATION

X        PROFIT

       NON-PROFIT

       CORPORATE

       LIMITED PARTNERSHIP

X        QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X        CERTIFIED COPY

       PLAIN STAMPED COPY

       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

**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. Nine Rivers Technology 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. North Carolina 3. 56-1897356  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11-17-94 5. Perpetual  
(Date of incorporation) (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 817.155, F.S.)

7. 1215 Jones Franklin Road, Suite 103  
Raleigh, North Carolina 27606  
(Current mailing address)

8. Computer Systems Integration  
(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:**

The Prentice-Hall Corporation  
Name: System, Inc.

Office Address: 1201 Hays Street, Suite 105  
Tallahassee, Florida, 32301  
(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.*

The Prentice-Hall Corporation System, Inc.

By: Patricia Pizano  
(Registered agent's signature) Asst. Sec.

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: Mark D. Clifford

Address: 1215 Jones Franklin Road, Suite 103  
Raleigh, North Carolina 27606

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: Mark D. Clifford

Address: 1215 Jones Franklin Road, Suite 103  
Raleigh, North Carolina 27606

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: Lisa M. Clifford

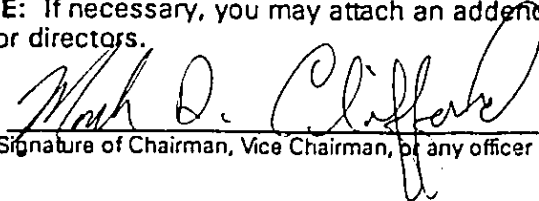
Address: 1215 Jones Franklin Road, Suite 103  
Raleigh, North Carolina 27606

Treasurer: Mark D. Clifford

Address: 1215 Jones Franklin Road, Suite 103  
Raleigh, North Carolina 27606

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.

Mark D. Clifford, President

(Typed or printed name and capacity of person signing application)

# STATE OF NORTH CAROLINA



Department of The  
Secretary of State

## CERTIFICATE OF EXISTENCE

I, **RUFUS L. EDMISTEN**, Secretary of State of the State of North Carolina, do hereby certify that

**NINE RIVERS TECHNOLOGY CORPORATION**

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 17th day of November, 1994, with its period of duration being perpetual.

I **FURTHER** certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 has **not** yet been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 8th day of November, 1995.

*Rufus L. Edmisten*

Secretary of State