

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0171
904-222-0393 FAX

800-342-8086

CSC network
PRESTICE HALL
LEGAL & FINANCIAL SERVICES

F960000002232

ACCOUNT NO. : 072100000032
REFERENCE : 937841 4320140
AUTHORIZATION : *Patricia Pizulo*
COST LIMIT : \$ 70.00

ORDER DATE : May 1, 1996

ORDER TIME : 12:36 PM

ORDER NO. : 937841

CUSTOMER NO: 4320140

200001807242

CUSTOMER: Ms. A Jones
Computer Associates
One Computer Associates Plaza
Islandia, NY 11788

FOREIGN FILINGS

NAME: INFRESCO CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -3 PM 12:23
20 MAY -3 PM 1:25
DIVISION OF CORPORATIONS

1853

**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. Infreco 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
(State or country under the law of which it is incorporated)
3. Application pending
(FEI number, if applicable)
4. April 11, 1996
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. N/A
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.106, F.S.))
7. 1462 Main Street
Sarasota, Florida 34236
(Current mailing address)
8. To conduct, promote, and engage in any lawful act or activity for which corporations may be organized.
(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: THE PRENTICE HALL CORPORATION SYSTEM, INC.

Office Address: 1201 HAYS STREET

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.

By: John S. Hough

(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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DIVISION OF CORPORATIONS
MAY -3 PM 12:23

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

A. DIRECTORS

SEE ATTACHMENT

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

SEE ATTACHMENT

President: _____

Address: _____

Vice President: _____

Address: _____

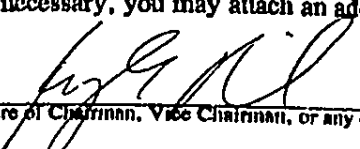
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Roy E. Reichbach, Vice Chairman
(Typed or printed name and capacity of person signing application)

ATTACHMENT

A. DIRECTORS

Chairman: Address:	Sanjay Kumar One Computer Associates Plaza Islandia, New York 11788
Vice Chairman: Address:	Roy E. Reichbach One Computer Associates Plaza Islandia, New York 11788
Director: Address:	Charles F. McWade One Computer Associates Plaza Islandia, New York 11788
Director: Address:	Michael J. Picker 1462 Main Street Sarasota, Florida 34236
Director: Address:	Norman Worthington 1462 Main Street Sarasota, Florida 34236

B. OFFICERS

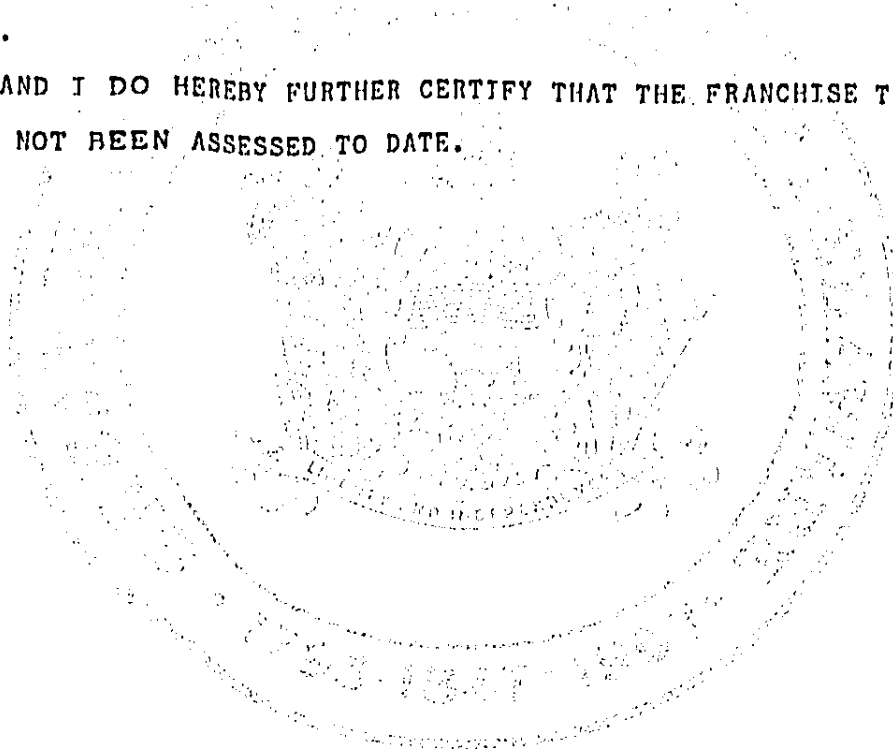
President: Address:	Norman Worthington 1462 Main Street Sarasota, Florida 34236
Executive Vice President: Address:	Michael J. Picker 1462 Main Street Sarasota, Florida 34236
Vice President: Address:	George Kafkarkou 1462 Main Street Sarasota, Florida 34236
Secretary: Address:	Roy E. Reichbach One Computer Associates Plaza Islandia, New York 11788
Treasurer: Address:	Donnat Lettman One Computer Associates Plaza Islandia, New York 11788

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INFRESCO 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 FIRST DAY OF MAY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -3 PM 12:23



Edward J. Freel

Edward J. Freel, Secretary of State

2608442 8300

960126603

AUTHENTICATION: 7929463

DATE: 05-01-96

LAW OFFICES
NELSON • HESSE

2070 Ringling Boulevard
Sarasota, Florida 34237

RICHARD E. NELSON
RICHARD L. SMITH
R. STEVEN HERB
OMER CAUSEY
WILLIAM A. DOOLEY*
MICHAEL S. DREWS***
FREDERICK J. ELBRECHT**
GARY W. FRAL

PHILIP J. SYPULA
J. NEAL MOBLEY
STEPHEN M. WALKER

December 31, 1996

Telephone (941) 366-7550
Telefax (941) 955-5708
E-Mail: nelhcs@ls.netcom.com

ROBERT L. HESSE
ATTORNEY

*Certified Mediator
**Board Certified
Civil Trial Lawyer
***Board Certified
Business Litigation Lawyer

F96000002232

Florida Division of Corporations
Corporate Records Bureau
Department of State
P.O. Box 6327
Tallahassee, Florida 32314.

Re: Corporate Change of Address

Dear Sir or Madam:

Please be advised that the addresses of the corporations listed below have changed. Please make these changes in your records.

Kindle, Inc.
Number: P92000014867
FEI# 65-0386880
Principal: 1741 Main Street, Sarasota, Florida 34236
Registered Agent: Causey, Omer, Esquire
2070 Ringling Boulevard
Sarasota, Florida 34237

Savannah of Sarasota, Inc.
Number: P93000026399
FEI# 65-0421441
Principal: 1741 Main Street, Sarasota, Florida 34236
Registered Agent: Causey, Omer, Esquire
2070 Ringling Boulevard
Sarasota, Florida 34237

KS 1/8

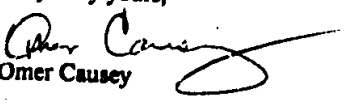
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Norken, Inc.
Number: P93000075866
FEI# 65-0503948
Principal: 1741 Main Street, Sarasota, Florida 34236
Registered Agent: Norman A. Worthington
1741 Main Street
Sarasota, Florida 34236

Infresco, Corporation
Number: F96000002232
FEI# Applied For
Principal: 1741 Main Street, Sarasota, Florida 34236
Registered Agent: The Prentice-Hall Corporation System, Inc.
1201 Hays Street, Suite 105
Tallahassee, Florida 32301

Thank you for your attention and cooperation to this matter.

Very truly yours,


Omer Causey

OC/dc