

F96000003633

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: SUNRISE SOFTWARE, 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:

300001628209
-11/03/95--01080--003
*****70.00 *****70.00

DONALD G. HOOVER
(Name of Person)
SUNRISE SOFTWARE
(Firm/Company)
9 WOODLAWN (GREEN) # 101
(Address)
CHARLOTTE, NC 28217
(City/State/Zip)

WAS-22016
p337

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Leave Auth. to note R/A Address 7-18
ES

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

ELAINE STONE at (704) 523-0748
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

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

MAILING ADDRESS:

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 25, 1996

DONALD G. HOOVER
SUNRISE SOFTWARE
9 WOODLAWN GREEN #101
CHARLOTTE, NC 28217

SUBJECT: SUNRISE SOFTWARE INC
Ref. Number: W95000022016

CERTIFIED MAIL #P348 066 914 RETURN RECEIPT REQUESTED

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of SUNRISE SOFTWARE INC to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by SUNRISE SOFTWARE INC for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$4800.00 are now due. To avoid further penalty, payment must be remitted within 45 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

Marc W. Dunbar, Assistant General Counsel

Enclosures Letter No. 796A00019635



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 28, 1996

DONALD G. HOOVER
SUNRISE SOFTWARE
9 WOODLAWN GREEN #101
CHARLOTTE, NC 28217

SUBJECT: SUNRISE SOFTWARE INC
Ref. Number: W95000022016

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for SUNRISE SOFTWARE INC.

The referenced application states that the corporation has transacted business in the State of Florida since January 1, 1991. You were notified by letter dated November 6, 1995, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$4800.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

Doug Dickinson
Document Specialist Letter No. 396A00008713

Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 6, 1995

DONALD G. HOOVER
SUNRISE SOFTWARE
9 WOODLAWN GREEN #101
CHARLOTTE, NC 28217

SUBJECT: SUNRISE SOFTWARE INC
Ref. Number: W95000022016

We have received your document for **SUNRISE SOFTWARE 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 agent must be at a Florida street address.

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.

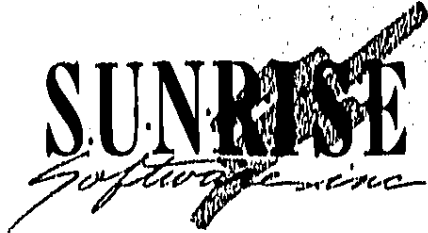
Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$4800.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 195A00049460



July 16, 1996

Mr. Doug Dickinson
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Reference: W95000022016

Subject: AFFIDAVIT

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56 JUL 18 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The activities of Sunrise Software, Inc., do not constitute transacting business within the meaning of Section 607.1501(2) (f). The correct date of business activities shall be upon qualification.

A handwritten signature in cursive script that reads "Donald G. Hoover".

Donald G. Hoover
President
Sunrise Software, Inc.

North Carolina
Mecklenberg County

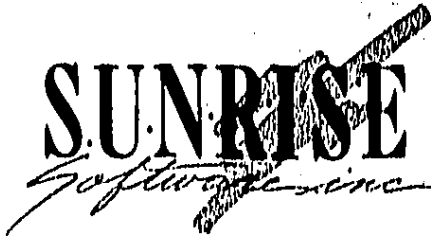
DH/ct

I, Donna Ledoux, a Notary Public for said County and State, do hereby certify that Donald G. Hoover personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal, this the 16th day of July, 1996.

A handwritten signature in cursive script that reads "Donna Ledoux".
Notary Public

My Commission Expires 2/21/98



July 16, 1996

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

FILED
96 JUL 18 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Resolution of the Executive Committee of the
Board of Directors of Sunrise Software, Inc.

On July 1, 1996, the Executive Committee of the Board of Directors of Sunrise Software, Inc. approved the following corporate name and address for operation in Florida:

Sunrise Software, Inc. of North Carolina
4790 North 9th Avenue
Pensacola, Florida 32504

- R.A. Address

A handwritten signature in cursive script, appearing to read "Donald G. Hoover".

Donald G. Hoover
President
Sunrise Software, Inc.

DH/ct

North Carolina
Mecklenberg County

I, Donna Ledoux, a Notary Public for said County and State, do hereby certify that Donald G. Hoover personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal, this the 16th day of July, 1996.

A handwritten signature in cursive script, appearing to read "Donna Ledoux".
Notary Public

My Commission Expires 2/21/98

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. SUNRISE SOFTWARE INC (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. N.C. (State or country under the law of which it is incorporated)

3. 56-1450920 (FEI number, if applicable)

4. 11-94 (Date of Incorporation)

5. PERPETUAR (Duration: Year corp. will cease to exist or "perpetual")

6. 1991 (Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.15))

7. 9 WOODLAWN GREEN SUITE 101 CHARLOTTE, NC 28217 (Current mailing address)

8. SALE OF COMPUTER SOFTWARE SUPPORT FORMS (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: (P.O. Box or Mail Drop Box NOT acceptable)

Name: DONALD G HOOVER

Office Address: 470 A 9th Ave

Pensacola, Florida, 32504 (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.

[Signature] (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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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: DONALD G. HOOVER
Address: 9 WOODLAWN GREEN #101 CHARLOTTE, NC 28217
Vice Chairman: PATRICIA P HOOVER
Address: SAME

Director: S JAMES STIGLER
Address: SAME

Director: _____
Address: _____


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

President: DONALD G- HOOVER
Address: 9 WOODLAWN GREEN #101
CHARLOTTE, NC 28217
Vice President: PATRICIA P. HOOVER
Address: SAME

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. DONALD G. HOOVER, PRESIDENT
(Typed or printed name and capacity of person signing application)

STATE OF
NORTH
CAROLINA



Department of The
Secretary of State

96 JUL 18 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

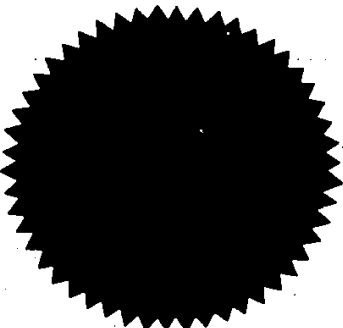
CERTIFICATE OF EXISTENCE

I, **JANICE H. FAULKNER**, Secretary of State of the State of North Carolina, do hereby certify that

SUNRISE SOFTWARE, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 16th day of November, 1984, 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 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 1st day of July, 1996.

Janice H. Faulkner
Secretary of State