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DIVISION OF CORPORATION

C T CORPORATION SYSTEM			
Requestor's Name			
660 East Jefferson Street			
Address			
Tallahassee, Florida 32301			
City	State	Zip	Phone
			904-222-1092
CORPORATION(S) NAME			

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Digital Systems Research, Inc.			
HE 9/10			
<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger	
<input type="checkbox"/> NonProfit			
<input type="checkbox"/> Limited Liability Company	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark	
<input checked="" type="checkbox"/> Foreign			
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other	
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of R.A.	
		<input type="checkbox"/> Fictitious Name	
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> CUS/ G/S	
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 16, 1996

CT SYSTEM

SUBJECT: DIGITAL SYSTEMS RESEARCH, INC.
Ref. Number: W96000017237

We have received your document for DIGITAL SYSTEMS RESEARCH, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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 DOCUMENT 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.

Doug Dickinson
Document Specialist

Letter Number: 296A00039178

Doug,
Please see the attached
letter and check date on doc
to E. 10-96. Thank,
Tammara

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Willie E. Woods, do hereby certify
that this Resolution of the Board of Directors of Digital Systems Research, Inc., a
corporation duly organized and existing under the laws of the State of Virginia,
was duly adopted on September 5, 1996.

Resolved, that Digital Systems Research, Inc. organized and existing in
the State of Virginia, hereby adopts the name Digital Systems Research, Inc. of
Virginia for use in Florida.

Dated: September 5, 1996

Willie E. Woods
Signature of at least one director

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Joseph E. Armistead, Jr.
JOSEPH E. ARMISTEAD, JR.
SECRETARY

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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:

ORIGINAL

1. Digital Systems Research, 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. Virginia
(State or country under the law of which it is incorporated)

3. 54-1462136
(FEI number, if applicable)

4. December 27, 1996
(Date of incorporation)

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

6. January 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))

7. 4301 N. Fairfax Drive, Suite 725

Arlington, VA 22203

(Current mailing address)

8. Engineering, Information Technology, Marine Services Engineering
(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: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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.

C T CORPORATION SYSTEM

Kevin J. Gullerker
(Registered agent's signature) (Officer)

KEVIN J. GULLERKER, ASST. V.P.
(Type Name and Title of Officer)

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

SEE ATTACHED

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

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. Joseph E. Armitstead, Jr.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Joseph E. Armitstead, Jr.
(Typed or printed name and capacity of person signing application)

Current as of July 1, 1996

Digital Systems Research, Inc.

**Board of Directors
and
Company Officers**

Name	Board of Directors	Company Officers
Willie E. Woods	Chairman	President/CEO
James C. Schuhl	N/A	Executive Vice President
Brian J. Barry	N/A	Senior Vice President
Jerrold L. Miller	N/A	Executive Vice President
Melvin F. Reed	N/A	Treasurer/Chief Financial Officer
Craig S. Relan	N/A	Vice President
H. Russell Bonlick	N/A	Vice President
Joseph E. Armstead, Jr.	N/A	Secretary/Assistant Vice President
Harry G. Koch	N/A	Vice President
Ronald K. Ritter	N/A	Vice President
Ronald J. Matoushek	N/A	Vice President
Lee D. Murphy	N/A	Vice President
Mark Sandson	N/A	Vice President

Address as to all:

4301 N. Fairfax Drive
Suite 725
Arlington, VA 22203

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

Digital Systems Research, Inc. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is August 01, 1994.

Nothing more is hereby certified.

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DIVISION OF CORPORATIONS
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Signed and Sealed at Richmond
on this Date: August 14, 1996

William J. Bridge
William J. Bridge, Clerk of the Commission