

VENABLE, BAETJER AND HOWARD, LLP  
Including professional corporations

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James P. Dvorak, Jr.  
(703) 760-1601

January 12, 1998

Amendment Section  
Florida Department of State  
409 East Gaines Street  
Tallahassee, Florida 32399

500002398185--0  
-01/13/98--01047--001  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: Application to Amend Authorization to Transact Business in Florida by  
Digital Systems International Corporation, a Virginia corporation

Dear Sir or Madam:

Effective as of January 1, 1998, Digital Systems Research, Inc., a Virginia corporation, changed its name to Digital Systems International Corporation (the "Company"). The Company currently is qualified to do business in Florida under the name "Digital Systems Research, Inc. of Virginia." Enclosed are the following:

(1) An Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida submitted by the Company (the "Application"). Because the Company's new name is unavailable in Florida, the Application identifies an alternate name under which the Company will transact business in Florida.

(2) An executed and certified copy of the Written Consent by the Board of Directors of Digital Systems International Corporation approving the use of a fictitious name in Florida.

(3) An original certificate of name change issued by the Virginia State Corporation Commission.

(4) A check in the amount of \$87.50, payable to the Department of State.

(5) A self-addressed, pre-paid Federal Express envelope.

Please certify and record this Application and return to me a certified copy of the Application in the enclosed Federal Express envelope.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 12 PM 2:03

N.C.  
01-14-98  
CC



Amendment Section  
Florida Department of State  
January 12, 1998  
Page 2

If you have any questions, please call me at the number indicated above.

Sincerely yours,

A handwritten signature in black ink, appearing to read "J. P. Dvorak, Jr." with a stylized flourish at the end.

James P. Dvorak, Jr.

Enclosures

cc: William L. Walsh, Jr., Esq.  
Joseph C. Schmelter, Esq.  
Paul N. Wengert, Esq.

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## PROFIT CORPORATION

### APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA (Pursuant to s. 607.1504, F.S.)

#### SECTION I

(1-3 must be completed)

1. Digital Systems Research, Inc., doing business in Florida as Digital Systems Research, Inc. of Virginia  
Name of corporation as it appears on the records of the Department of State.
2. Virginia  
Incorporated under the laws of
3. September 10, 1996  
Date authorized to do business in Florida

#### SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? The name change was effective as of January 1, 1998 under the laws of the Commonwealth of Virginia.
5. Digital Systems International Corporation, doing business in Florida as Digital Systems International Corporation of Virginia  
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.  
N/A  
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.  
N/A  
New Jurisdiction

Joseph E. Armstead Jr  
Signature

JOSEPH E. ARMSTEAD, JR.

Typed or printed name

1-7-98

Date

SECRETARY

Title

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 13 PM 2:04

**DIGITAL SYSTEMS INTERNATIONAL CORPORATION**


Secretary's Certificate

The undersigned hereby certifies that:

1. He is the duly elected and presently acting Secretary of Digital Systems International Corporation (the "Corporation").

2. Attached hereto is a true and correct copy of Resolutions duly adopted by written consent of the Board of Directors of the Corporation on January 7, 1998. The resolutions were adopted in lieu of a meeting and pursuant to Section 13.1-685 of the Virginia Stock Corporation Act and the bylaws of the Company. Said Resolutions have not been modified or rescinded and are in full force and effect as of the date of this certificate.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on this 7<sup>th</sup> day of January, 1998.

  
Joseph E. Armstead, Jr., Secretary

**WRITTEN CONSENT BY THE BOARD OF DIRECTORS OF  
DIGITAL SYSTEMS INTERNATIONAL CORPORATION**

The undersigned, being the sole Director of Digital Systems International Corporation (the "Company"), in lieu of a meeting and pursuant to Section 13.1-685 of the Virginia Stock Corporation Act and the bylaws of the Company, does hereby consent to and approve the following resolutions and actions:

RESOLVED: That the Board of Directors declares advisable and hereby approves, as being in the best interests of the Company, the adoption of the assumed name "Digital Systems International Corporation of Virginia" solely for purposes of transacting business in the State of Florida (the "Assumed Name");

FURTHER RESOLVED: That the appropriate officers of the Company are hereby authorized and directed to take all such action and to execute and sign all such statements, designations, appointments or other instruments as may be necessary in order to qualify the Company to do business under the Assumed Name and as a foreign corporation in Florida; and

FURTHER RESOLVED: That the appropriate officers of the Company are hereby authorized and directed to take any and all actions, and to execute any and all documents or instruments, as may be necessary or proper in order to carry out the foregoing resolutions.

THIS WRITTEN CONSENT, signed by the sole member of the Board of Directors of the Company, shall be included in the minutes of the Board.

Date: \_\_\_\_\_

1-7-98

  
Willie E. Woods, Director

**WRITTEN CONSENT BY THE BOARD OF DIRECTORS OF  
DIGITAL SYSTEMS INTERNATIONAL CORPORATION**

The undersigned, being the sole Director of Digital Systems International Corporation (the "Company"), in lieu of a meeting and pursuant to Section 13.1-685 of the Virginia Stock Corporation Act and the bylaws of the Company, does hereby consent to and approve the following resolutions and actions:

RESOLVED: That the Board of Directors declares advisable and hereby approves, as being in the best interests of the Company, the adoption of the assumed name "Digital Systems International Corporation of Virginia" solely for purposes of transacting business in the State of Florida (the "Assumed Name");

FURTHER RESOLVED: That the appropriate officers of the Company are hereby authorized and directed to take all such action and to execute and sign all such statements, designations, appointments or other instruments as may be necessary in order to qualify the Company to do business under the Assumed Name and as a foreign corporation in Florida; and

FURTHER RESOLVED: That the appropriate officers of the Company are hereby authorized and directed to take any and all actions, and to execute any and all documents or instruments, as may be necessary or proper in order to carry out the foregoing resolutions.

THIS WRITTEN CONSENT, signed by the sole member of the Board of Directors of the Company, shall be included in the minutes of the Board.

Date: \_\_\_\_\_

1-7-98

  
\_\_\_\_\_  
Willie E. Woods, Director

# Commonwealth of Virginia



## State Corporation Commission

I Certify the Following from the Records of the  
Commission:

On January 01, 1998, by amendment of its articles of incorporation, the  
name of DIGITAL SYSTEMS RESEARCH, INC. was changed to DIGITAL SYSTEMS  
INTERNATIONAL CORPORATION.

Nothing more is hereby certified.



Signed and Sealed at Richmond  
on this Date: January 05, 1998

*William J. Bridge*

William J. Bridge, Clerk of the Commission