

F96000005095

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: CAC Consultants, 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:

100001964111
-10/03/96--01039--001
*****70.00 *****70.00

Debra L. Haines, CPA
(Name of Person)

Herald + Brown
(Firm/Company)

2300 Henderson Mill Rd, Suite 300
(Address)

Atlanta, GA 30345
(City/State/Zip)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -3 AM 9:30

mtm

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

Debra L. Haines at (770) 939-1900
(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

**ACTION BY CONSENT OF
THE BOARD OF DIRECTORS OF
C & C CONSULTANTS, INC.**

The undersigned, being all of the Directors of C & C Consultants, Inc., a Georgia corporation (the "Corporation"), pursuant to Section 14-2-821 of the Georgia Business Corporation Code and the By-laws of the Corporation, do hereby agree to, consent to, adopt and order the following resolutions and actions without the necessity of holding a formal or informal meeting and without any requirement of notice of such a meeting:

RESOLVED, that the Directors of the Corporation deem it to be in the best interest of the Corporation to apply for a certificate of authority to transact business in the State of Florida and to adopt the name "C & C Consultants of Georgia, Inc." or such other name as the President may determine for purposes of transacting business in the State of Florida since the Corporation has been advised that its formal corporate name is unavailable in Florida; and it is

FURTHER RESOLVED, that Cindy A. Clemens and John C. Clemens, President and Secretary of the Corporation, respectively, acting either together or alone, be, and they hereby are, authorized and directed to take such actions on behalf of the Corporation as they deem necessary or appropriate to effectuate the foregoing resolutions, including but not limited to the execution and delivery on behalf of the Corporation of any and all documents, representations, warranties, indemnities, certificates, notices and any other instruments of any kind or nature whatsoever; and it is

FINALLY RESOLVED, that any and all actions taken by the officers of the Corporation to effectuate the foregoing resolutions are hereby ratified, approved and affirmed in all respects.

This Action By Consent may be executed in counterparts, each of which shall be deemed an original and which, together, shall constitute one and the same Action By Consent.

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The Secretary of the Corporation is hereby directed to file this Action By Consent in the Corporation's minute book.

IN WITNESS WHEREOF, the undersigned, being all of the Directors of the Corporation, do hereby execute the foregoing Action By Consent as of the 14 day of August, 1996, for the purpose of giving their consent hereto.

John C. Clemens
John C. Clemens

Cindy A. Clemens
Cindy A. Clemens

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**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. C & C Consultants, 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. Georgia
(State or country under the law of which it is incorporated)
3. 58-1665594
(FEI number, if applicable)
4. 2/27/86
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 7/29/96
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.153, F.S.))
7. 2300 Henderson Mill Road, Suite 300
Atlanta, GA 30345
(Current mailing address)
8. Computer Software Development
(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: John Clemens
Office Address: 8063-D Severen Drive
Boca Raton, Florida, 33433
(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.

John C. Clemens
(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: Cindy Clemens

Address: 2300 Henderson Mill Road, Suite 300
Atlanta, GA 30345

Vice Chairman: _____

Address: _____

Director: John Clemens

Address: 2300 Henderson Mill Rd, Suite 300
Atlanta, GA 30345

Director: _____

Address: _____

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

President: Cindy Clemens

Address: 2300 Henderson Mill Rd, Suite 300
Atlanta, GA 30345

Vice President: _____

Address: _____

Secretary: John Clemens

Address: 2300 Henderson Mill Rd, Suite 300
Atlanta, GA 30345

Treasurer: _____

Address: _____

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

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

14. John Clemens, Director
(Typed or printed name and capacity of person signing application)

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Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 962150378
CONTROL NUMBER : 8602711
DATE INC/AUTH/FILED : 02/27/1986
JURISDICTION : GEORGIA
PRINT DATE : 08/02/1996
FORM NUMBER : 211

DEBORAH HAINES
HERALD & BROWN
2300 HENDERSON MILL RD, STE 300
ATLANTA GA 30345

CERTIFICATE OF EXISTENCE

I, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

C. & C. CONSULTANTS, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE



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DIVISION OF CORPORATIONS
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C & C CONSULTANTS, INC.
PO Box 11222
Houston, TX 77244-5097

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

200002255652--4
-08/01/97--01122--001
*****35.88 *****35.00

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATION
97 AUG - 1 AM 10:23

AUG 8 1997

APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA

C+C Consultants, Inc. dba

C+C Consultants of Georgia, Inc.

(Name of Corporation)

Georgia

(Incorporated Under Laws Of)

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SECRETARY OF COMMERCE
DIVISION OF CORPORATIONS
91 AUG - 1 AM 10:23

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

ClO Herold + Brown: 2300 Henderson Mill Rd., Suite 300

(Mailing Address)

Atlanta, GA 30345

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

John C. Clemens

Signature

Vice President

6/30/87

Title

John C. Clemens

Typed or printed name

6/30/87

Date