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TO: DIVISION OF CORPORATIONS
(850)922-4000

FAX #:

FROM: THE COMPANY CORPORATION
076660001006

ACCT#:

CONTACT: REGINA CEPHAS
PHONE: (302)575-0440
(302)575-1346

FAX #:

NAME: VSE INTERNATIONAL, INC.

AUDIT NUMBER.....H97000018881

DOC TYPE.....FOREIGN PROFIT QUALIFICATION

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

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FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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ENTER SELECTION AND <CR>:

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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. VSE International, 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. Delaware
(State or country under the law of which it is incorporated)
3. 59-3471112
(FEI number, if applicable)
4. October 3, 1997
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Approval
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. P.O. Box 448
Dunedin, FL 34697-0448
(Current mailing address)
8. Provide software consulting services and any lawful act or activity for
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) for which corporations may organized.
9. Name and street address of Florida registered agent:
Name: Larry Wolfe
Office Address: 200 - A John Knox Road
Tallahassee, Florida, 32303-6643
(Zip Code)

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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.

See Attached
(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.

12. Names and addresses of officers and/or directors:**A. DIRECTORS**

Chairman: Doyle Vann
Address: 2719 Haverhill Ct.
Clearwater, FL 34621

Vice Chairman: Terry Vann
Address: 2719 Haverhill ct.
Clearwater, FL 34621

Director: Cynthia Vann
Address: 2690 Drew St. Apt 602
Clearwater, FL 33759

Director: _____
Address: _____

B. OFFICERS


President: Doyle Vann
Address: Same as above

Vice President: Cynthia Vann
Address: Same as above

Secretary: Terry Vann
Address: Same as above

Treasurer: Terry Vann
Address: Same as above

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. Doyle Vann, Chairman
(Typed or printed name and capacity of person signing application)


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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS
MAY BE SERVED.**

In compliance with Section 607.1503, Florida Statutes, the following is submitted:

First, this VSE INTERNATIONAL, INC. organized
under the laws of the state of DELAWARE with its principal place of
business to be located in the city of DUNEDIN, State of Florida,
has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as
its agent for service of process within Florida.

Having been named to accept service of process for the above stated corporation, at
the place designated in this Certificate, I hereby agree to act in this capacity, and I further
agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties.


Larry Wolfe

NOVEMBER 11, 1997

Date

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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 "VSE INTERNATIONAL, INC." 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 THIRTEENTH DAY OF NOVEMBER, A.D. 1997.

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Edward J. Freel

Edward J. Freel, Secretary of State

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- AUTHENTICATION:

8754614

DATE:

11-13-97

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