

F97000006470

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

900002365539--3
-12/08/97--01084--001
*****70.00 *****70.00
900002365539--3
-12/08/97--01084--002
*****8.75 *****8.75

SUBJECT: PARALOGIC INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

900002365539--3
-12/08/97--01084--003
*****52.50 *****52.50

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:

ERIC D. ALTERMAN

(Name of Person)

Military Commercial Technologies, Inc.

(Firm/Company)

101 Philippe Parkway, Suite 300

(Address)

Safety Harbor, Florida 34695

(City/State/Zip)

9/12/97
97 DEC -8 AM 11:30
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

ERIC D. ALTERMAN

(Name of Person)

at (813) 797-5966
(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

12/4/97

Paralogic, Inc.
101 Philippe Parkway
Suite 300
Safety Harbor, FL 34695

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

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DIVISION OF CORPORATIONS
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Re: Application by Foreign Corporation for Authorization to Transact Business in
Florida


To Whom It May Concern:

Please process the enclosed application as expeditiously as possible, and if possible
please use our Federal Express account to return our certificate of status and a certified
copy.

Federal Express Account: MILCOM (Military Commercial Technologies, Inc.)
Above Address
1921-8826-1

Thank you for your cooperation.

Kindest regards,


Leah Parisian
Administrative Assistant

**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. PARALOGIC, 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, U.S.A. 3. 59-3479838
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. 5-27-97 5. "Perpetual"
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 1 JANUARY '98
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 101 PHILIPPE PARKWAY, SUITE 300
SAFETY HARBOR, FL 34695
(Current mailing address)
8. TECHNOLOGY DEVELOPMENT / IMAGE PROCESSING
(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)

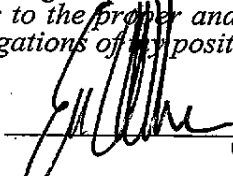
Name: Military Commercial Technologies, Eric ALBERMAN

Office Address: 101 PHILIPPE PARKWAY, SUITE 300

SAFETY HARBOR, FL, Florida, 34695
(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.



(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: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: ALEXANDER F. HERN

Address: 1102 BAYSHORE BLVD. S.
SAFETY HARBOR, FL 34695

Vice Chairman: _____

Address: _____

Director: ERIC D. ALTERMAN

Address: 3339 DIAMOND KNOT CIRCLE
TAMPA, FLORIDA 33607

Director: JACK KINCAID

Address: 1341 G. ST., N.W., SUITE 1100
WASHINGTON, D.C. 20005

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

President: ERIC D. ALTERMAN

Address: 3339 DIAMOND KNOT CIRCLE
TAMPA, FLORIDA 33607

~~President:~~ ALEXANDER F. HERN

Address: 1102 BAYSHORE BLVD. S.
SAFETY HARBOR, FL 34695

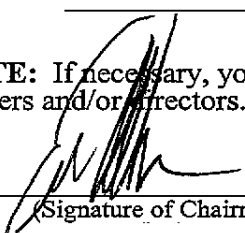
Secretary: _____

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. ERIC D. ALTERMAN, DIRECTOR/PRESIDENT
(Typed or printed name and capacity of person signing application)

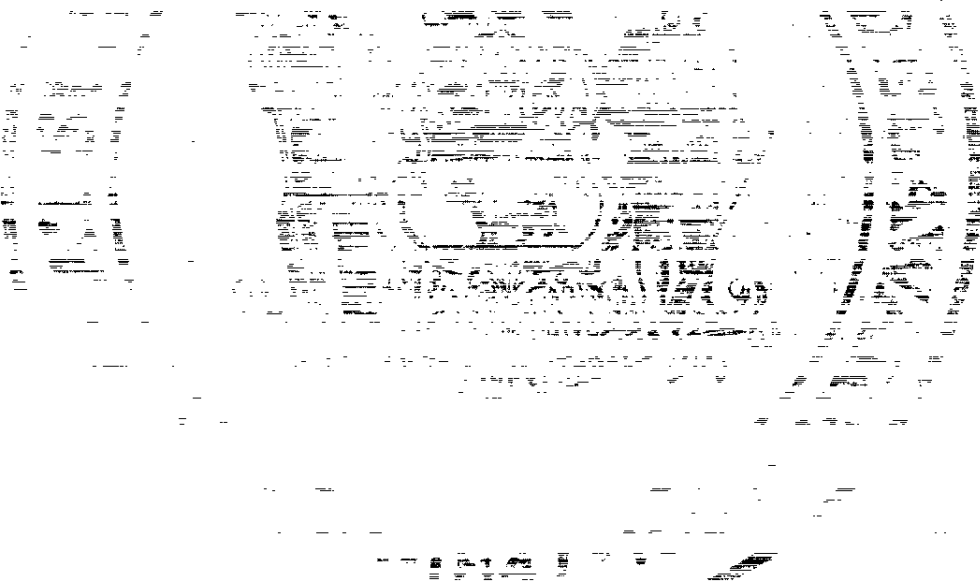
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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 "PARALOGIC, 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 THIRD DAY OF DECEMBER, A.D. 1997.



97 DEC -8 AM 11:31

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2755197 8300

971402105

DATE: 8786009

12-03-97