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1.) Technology (CORPORATE NAME & DOCUMENT#)	Management	Resour	es Inc.
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SPECIAL INSTRUCTIONS			PH 3:
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 12, 1997

CORPORATE ACCESS, INC.

SUBJECT: TECHNOLOGY MANAGEMENT RESOURCES, INC.

Ref. Number: W97000027764

We have received your document for TECHNOLOGY MANAGEMENT RESOURCES, 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 (850) <u>48</u>7-6958.

Lee_Rivers

Document Examiner

Letter Number: 697A00058482

RESOLUTION OF BOARD OF DIRECTORS

(Please print m (Alte)

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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.	Technol	ogy Management Re	sources, Inc.				
(Nice	of	rnoration: the word	LIUNCORPORAT	ED," "COMP.	ANY," or "CORP	ORATION" C	r
warda	or obbr	aviations of like imp	ort in Janquage.	as will clean	A Midicare mariri	3 a corporar	on
instead	d of a na	atural person or par	tnership if not so	o contained it	n the name at pro	25en.)	
_		Tennessee					
2	(S	tate or country und	er the law of wh	ich it is incor	oorated)		
	-				Perpetual		
3	2/21/1			4	(Duration)		
(L		ncorporation)	•		(9 9	
5	62-16	575144			f englischie)	- 1 =	23
	1	(Federal Emp	oloyer Identificat	ion number,	ir applicable)	DEC	:~ :~
		3/1/1997		-		12	32
6. —	C t- 1	sacted business in	Elorida See se	ctions 607 15	501, 607,1502, ai	nd 817. 程 5,	<u>-</u>
						بب	لذيشي
7	1365 W.	Brierbrook Road,	Memphis, Tenn	essee 38138		<u> </u>	SHO
		(Ct	urrent mailing ac	ldress)		_	ری
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8	State	Government Data F	rocessing cons	ich it is oper	aged in Florida)		
(Corp	orate pu	irpose and nature o	ot business in wi	lich it is enga	iged in Tionday		
				toro:			
9. Na	mes and	d addresses of offic	ers and or direc	iors.			
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President:					
Address:			· · · · · · · · · · · · · · · · · · ·		
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(If needed, directors.)	you may attach an a	addendum to the a	pplication listi	ng addition	al officers and for
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10. Name	e and Street addres	ss of Florida regis	tered agent:		
		T Corporation Sys			
0	ffice Address: <u>120</u>				
,	<u>Pla</u>	ntation		,Florida _	33324 Zip Code
					Zip Code
	stered agent's acce		nd to poposit s	canica of D	rocess for the aho
Hav	ing been named as poration at the place	registered agent at designated in this	application. I	hereby acc	ept the appointme
as register	ed agent and agree.	to act in this capac	city. I tutner a	gree to con	npiy with the
provisions	of all statutes relativ	e to the proper and	d complete pe	erformance	of my duties, and
	with and accept the			COMMITTEE	DOVAN
_	istered agent's sign	Λ.	. 2	SEECIAL AS	SSISTANT SECRETAR
Reg	istered agent's sign	As its	Agent (<u>·· </u>	
	hed is a certificate o				
delivery of	this application to the	se Department of S	tate, by the S	ecretary of	State of other one
having cus	stody of corporate re	ecords in the jurisdi	ction under th	ne law of wh	iich it is incorpora
	. 1 . /	2			
13.	e of Chairman, Vice	(ema)	55 17 1 7 1		of the application
(Signatur	e of Chairman, Vice	Chairman, or any	officer listed if	n number 9	or the application
A	, 0				
14.	valon Bate (Name and ca	eman, Ch	int Adv	ninistra	time Officer
	(Name and ca	pacity of person sign	gning applica	tion)	

TECHNOLOGY MANAGEMENT RESOURCES, INC.

Officers and Directors

OFFICERS

Ben C. Bryant, Jr.

President and Vice Chairman of Board 1365 W. Brierbrook Road Memphis, Tennessee 38138

Steve N. White

Vice President

1365 W. Brierbrook Road Memphis, Tennessee 38138

Gordon Bateman

Chief Administrative Officer and Secretary 1365 W. Brierbrook Road Memphis, Tennessee 38138

DIRECTORS

T. Scott Cobb

1365 W. Brierbrook Road Memphis, Tennessee 38138

Ben C. Bryant, Jr.

1365 W. Brierbrook Road Memphis, Tennessee 38138 97 DEC 12 PM 3: 39

SEGRETARY OF STATE OF CORPORATIONS

Secretary of State * Corporations Section James K. Polk Building, Suite 1800 Nashville, Tennessee 37243-0306

ISSUANCE DATE: 12/09/1997 REQUEST NUMBER: 97343050 TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 02/21/1997 STATUS: ACTIVE CORPORATE EXPIRATION DATE: PERPETUAL CONTROL NUMBER: 0325912 JURISDICTION: TENNESSEE

TO: CAPITAL FILING SERVICE, INC 7051 HIGHWY 70 S NO 333 NASHVILLE, TN 37221

REQUESTED BY: CAPITAL FILING SERVICE, INC 7051 HIGHWY 70 S NO 333 NASHVILLE, TN 37221

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT "TECHNOLOGY MANAGEMENT RESOURCES, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF INCORPORATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE EXISTENCE OF THE CORPORATION HAVE BEEN PAID;
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

FOR: REQUEST FOR CERTIFICATE

ON DATE: 12/09/97

FROM: CAPITAL FILING SERVICE, INC. 7051 HWY 70 S NASHVILLE, TN 37221-0000

FEES \$120.00 RECEIVED:

\$120.00

TOTAL PAYMENT RECEIVED:

\$240.00

RECEIPT NUMBER: 00002213544 ACCOUNT NUMBER: 00101230



RILEY C. DARNELL SECRETARY OF STATE