

F98000000099

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Applied Research Associates, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

500002387475--8
-12/31/97--01066--003
*****70.00 *****70.00

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:

W98-5

W. Kirk Meyer
(Name of Person)

Applied Research Associates, Inc.
(Firm/Company)

4300 San Mateo Blvd., NE, Suite A220
(Address)

Albuquerque, NM 87110
(City/State/Zip)

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

Kirk Meyer at (505) 881-8074
(Name of Person) (Area Code & Daytime Telephone Number)

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COURIER ADDRESS:

Qualification/Tax Lien Section
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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 2, 1998

W. KIRK MEYER.
APPLIED RESEARCH ASSOCIATES, INC.
4300 SAN MATEO BLVD, NE STE A220
ALBUQUERQUE, NM 87110

SUBJECT: APPLIED RESEARCH ASSOCIATES, INC.
Ref. Number: W98000000005

We have received your document for APPLIED RESEARCH ASSOCIATES, 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:

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that APPLIED RESEARCH ASSOCIATES, INC. has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". The information received from the Florida Department of Revenue indicates October 1, 1988, as the initial date of transacting business in the State of Florida. Please contact this office concerning the date first transacted business in Florida.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$10,296.25.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If it is determined that the corporation's previous activities in Florida that warranted compliance with Florida's revenue laws did not constitute the transaction of business within the meaning of s. 607.1501, F.S., please provide a sworn affidavit to that effect.

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If you have any questions concerning the filing of your document, please call
(850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 198A00000004

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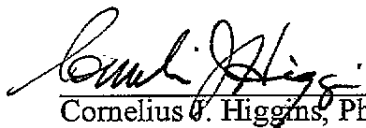
AFFIDAVIT

I, Cornelius J. Higgins, have been an employee and officer of Applied Research Associates, Inc. (ARA) since it was incorporated on December 13, 1979.

I have personal knowledge of all business activities ARA has conducted in the state of Florida.

The business ARA has conducted in the state of Florida from 1988 to 1997 did not constitute the transaction of business within the meaning of s. 607.1501, F.S.

ARA recently expanded its business activities in Florida to include business that does constitute the transaction of business within the meaning of s. 607.1501, F.S. Consequently, the company filed the request for registration as a foreign corporation in the state of Florida on December 30, 1997.



Cornelius J. Higgins, PhD, PE
Principal

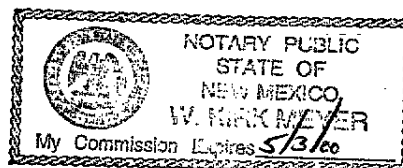
JANUARY 6, 1998
Date

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Subscribed and sworn before me this 6th day of Jan. 1998 at Albuquerque, NM.



Kirk Meyer, Notary



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. Applied Research Associates, 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. New Mexico 3. 85-0276434
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/13/79 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. October 1997
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 4300 San Mateo Blvd., NE Suite A220
Albuquerque, NM 87110
(Current mailing address)

8. Scientific and Engineering R & D
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

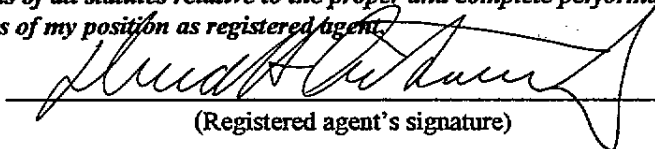
Name: David H. Artman

Office Address: Building 1142, Mississippi Road

Tyndall AFB, Florida, 32403
(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.

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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: See Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See Attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____


Address: _____

Treasurer: _____

Address: _____

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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. James A. Eddings, vice President
(Typed or printed name and capacity of person signing application)

APPLIED RESEARCH ASSOCIATES, INC
CORPORATE OFFICERS
ID # 85-0276434

TITLE	NAME	ADDRESS
President & Director	Jimmie L Bratton	4300 San Mateo Blvd., NE Ste A220 Albuquerque, NM 87110
Secretary & Director	Cornelius J. Higgins	4300 San Mateo Blvd. NE Ste A220 Albuquerque, NM 87110
Sr. VP & Director	Scott E. Blouin	RFD 1, Box 73 South Royalton, VT 05068
Chairman of the Board	Henry F. Cooper	10016 Park Royal Dr. Great Falls, VA 22066
Sr. VP & Director	James L. Drake	155 McLendon Drive Raymond, MS 39154
Sr. VP & Director	Lawrence A Twisdale	228 Carpathian Way Raleigh, NC 27615
VP	Frank A Maestas	4300 San Mateo Blvd., Ne Ste A220 Albuquerque, NM 87110
VP	James A Eddings	4300 San Mateo Blvd., Ne Ste A220 Albuquerque, NM 87110
VP	Jack McChesney	4300 San Mateo Blvd., Ne Ste A220 Albuquerque, NM 87110
VP	James D. Shinn	RR1, Box 120A, Waterman Road South Royalton, VT 05068
VP	Robert H. Sues	811 Spring Forest Rd., Ste 100 Raleigh, NC 27609
VP	Robert B. Underwood	3202 Wisconsin Ave Vicksburg, MS 39180
VP	Peter T. Dzwilewski	5941 S. Middlefield Rd., Ste. 100 Denver, CO 80123
VP	Donald M. Cole	Bldg. 613/614 Kirtland AFB, NM 87185
VP	David H. Artman	Bldg. 1142 Tyndall AFB, FL 32403

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STATE OF NEW MEXICO



OFFICE OF
THE STATE CORPORATION COMMISSION
CERTIFICATE OF GOOD STANDING AND COMPLIANCE

IT IS HEREBY CERTIFIED that:
APPLIED RESEARCH ASSOCIATES, INC.

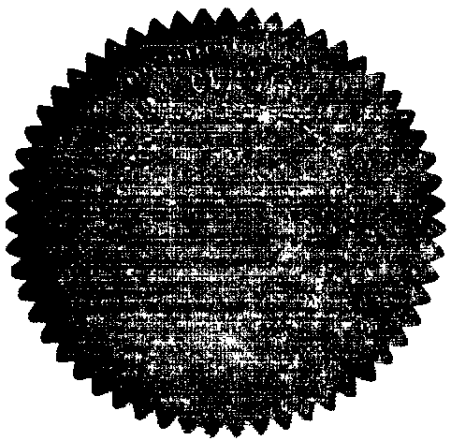
1041284
a corporation organized under the laws of
NEW MEXICO
is duly authorized to transact business in New Mexico
a Domestic Profit corporation, under the
BUSINESS CORPORATION ACT
(53-11-1 to 53-18-12 NMSA 1978)
having filed its Articles of Incorporation DECEMBER 13,
and Certificate of Incorporation issued as of said date.

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IT IS FURTHER CERTIFIED that the fees due the
Corporation Commission, which have been assessed against the
aforesaid corporation, have been paid to date and aforesaid
corporation is in corporate good standing and duly authorized
to transact business as its corporate existence has not been
revoked in New Mexico. This Certificate is not to be construed
as an endorsement, recommendation or notice of approval of the
corporation's financial condition or business activities and
practices. This Certificate of Good Standing and Compliance
expires DECEMBER 15, 1998

Dated: DECEMBER 26, 1997

In Testimony Whereof, the State Corporation
Commission of the State of New Mexico has
caused this certificate to be signed by its
Chairman and the Seal of said Commission to be
affixed at the City of Santa Fe



Jim F. Serna

Chairman
Alfred R. Serna

Director