

# F 980000000166

## TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

000002353930--7  
-11/21/97--01049--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Ivis, Incorporated  
(Name of corporation - must include suffix)

Dear Sir or Madam:

W97-26346

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.

P 551

Please return all correspondence concerning this matter to the following:

Tara McKee  
(Name of Person)  
Ivis, Incorporated  
(Firm/Company)  
5400 Glenwood Avenue, Suite 100  
(Address)  
Raleigh, NC 27612  
(City/State/Zip)

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

Tara McKee at ( 919 ) 781-7778  
(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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 21, 1997

TARA MCKEE  
IVIS, INCORPORATED  
5400 GLENWOOD AVENUE, SUITE 100  
RALEIGH, NC 27612

SUBJECT: IVIS, INCORPORATED  
Ref. Number: W97000026346

We have received your document for IVIS, INCORPORATED 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.

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that IVIS, INCORPORATED 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 April 1, 1996, 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 \$3,565.00.

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.

If you have any questions concerning the filing of your document, please call  
(850) 487-6958.

Lee Rivers  
Document Examiner

Letter Number: 897A00055962



5400 Glenwood Avenue  
Raleigh, NC 27612

office: (919) 376-1100  
fax: (919) 376-2100  
web: [www.ivisoft.com](http://www.ivisoft.com)

January 6, 1998

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Attn: Lee Rivers

Dear Lee:

In response to your letter dated November 21, 1997, number 897A00055962, I am enclosing the following:

Board of Directors resolution adopting an alternate name.

Sworn affidavit regarding compliance with Florida revenue laws.

A copy of your original letter also accompanies the documents. Please feel free to call me with any questions. My direct number is (919) 376-1134.

Sincerely,

A handwritten signature in black ink that reads 'Tara N. McKee'.

Tara N. McKee  
Assistant Controller – Operational Accounting

# RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Jerold D. Burgon, do hereby certify  
(Name)

that this Resolution of the Board of Directors of IVIS, Incorporated

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Nevada,


was duly adopted on December 17, 19 97.

Be it resolved, that IVIS, Incorporated,  
(Corporate Name)

organized and existing in the State of North Carolina, hereby adopts the name

IVIS International, Inc. for use in Florida.

Dated: December 17, 1997



Signature of either Chairman, Vice Chairman or any officer

Jerold D. Burgon

Type or print name

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FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
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TALLAHASSEE, FLORIDA 32314

AFFIDAVIT

ATT: LEE RIVERS

RE: W97000026346 - IVIS, INCORPORATED

All activity conducted within the state of Florida by the company known as Ivis International, Incorporated (fka Ivis, Incorporated) prior to the current date was "interstate commerce" as defined by P. L. 86-272. As such it did not constitute the "transaction of business" within the meaning of s. 607.1501, F.S. which requires the filing of "Application for Authority to Transact Business in Florida."

*Jerald D. Burgon*  
Signature of officer of the Corporation

1-6-98

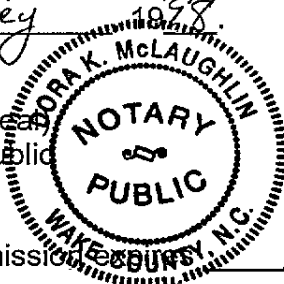
Date

Jerald D. Burgon  
Type or print name

*Dora K. McLaughlin*  
Affiant

Sworn to (or affirmed) and subscribed before me this 6<sup>th</sup> day of

(Official seal)  
Notary Public



My commission expires

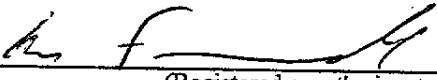
Nov. 30

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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. Ivis, Incorporated  
(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. Nevada  
(State or country under the law of which it is incorporated)
3. 88-0213684  
(FEI number, if applicable)
4. 12/18/85  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. 11/01/97  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. Ivis, Incorporated, 5400 Glenwood Avenue, Suite 400, Raleigh, NC 27612  
(Current mailing address)
8. Computer Software Consulting  
(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: CT Corporation System  
Office Address: 1200 South Pine Island Road  
Plantation, , Florida , 33324  
(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 Statement

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: See Attached Statement

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

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. Schaefer P. O'Neill, President & Chairman

(Typed or printed name and capacity of person signing application)

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**IVIS, Incorporated  
Board of Directors**

**Board of Directors**

Burgon, Jerold  
228 Jansmith Lane  
Raleigh, NC 27615  
SS#: 538-48-2267  
PH#: (919)870-9406

O'Neill, Schaefer  
4308 Johnston Busbee Wynd  
Raleigh, NC 27612  
SS#: 500-50-0534  
PH#: (919)571-0046

Zimmermann, A. Christopher  
600 E. Williams Street  
Carson City, NV 89706  
SS#: 387-30-2657  
PH#: (702)885-2579

Hale, Michael  
25 Rose Hill Road  
Suffern, NY 10901  
SS#: 555-72-9913  
PH#: (914)368-1879

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Officers

**IVIS, Incorporated  
Corporate Officers**

President/CEO

O'Neill, Schaefer  
4308 Johnston Busbee Wynd  
Raleigh, NC 27612  
SS#: 500-50-0534  
PH#: (919)571-0046

Vice President

Hale, Michael  
25 Rose Hill Road  
Suffern, NY 10901  
SS#: 555-72-9913  
PH#: (914)368-1879

Vice President /Secretary

Burgon, Jerold  
228 Jansmith Lane  
Raleigh, NC 27615  
SS#: 538-48-2267  
PH#: (919)870-9406

CFO/Treasurer

McAlister, Davis  
440 Fox Bay Drive  
Brandon, MS 39042  
SS#: 427-94-2288  
PH#: (601)829-2196

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# SECRETARY OF STATE



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

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I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **IVIS, INCORPORATED**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since December 18, 1985, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on September 4, 1997.



*Dean Heller*

Secretary of State

By

*C. Everett*

Certification Clerk