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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Zen & Art of Client Server Computing, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

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:

Paxas Shah
(Name of Person)

Zen & Art of Client Server Computing Inc
(Firm/Company)

160 Broadway, Suite 1010
(Address)

New York NY 10038
(City/State/Zip)

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

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Paxas Shah at (212) 267-3322
(Name of Person) (Area Code & Daytime Telephone Number)

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

**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. Ten & Art of Client Server Computing, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY" or "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 Jersey 3. 22-3373992
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 6th 1995 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. no upon approval
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 160 Broadway, Suite 1010
New York, NY 10038
(Current mailing address)

8. Software Consultancy & Project execution
(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: Mike Segura

Office Address: 1154 O'Day Drive

Winter Springs, Florida, 32708
(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.

Michael J. Segura
(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: Preeti Desai

Address: 16 Spurr Place, Apt #1
Nutley NJ 07110

Vice Chairman: _____

Address: _____

Director: Mr Sandesh Shetty

Address: 16 Spurr Place, Apt #1
Nutley NJ 07110

Director: Mr Paras Shah

Address: 532 Sharon Garden
Woodbridge NJ 07095

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

President: Ms Preeti Desai

Address: 16 Spurr Place, Apt #1
Nutley, New Jersey 07110

Vice President: _____

Address: _____

Secretary: Mr Sandesh Shetty

Address: 16 Spurr Place, Apt #1
Nutley NJ 07110

Treasurer: Mr Paras Shah

Address: 532 Sharon Garden
Woodbridge NJ 07095

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

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STATE OF NEW JERSEY
DEPARTMENT OF STATE
SHORT FORM STANDING

ZEN & ART OF CLIENTS SERVER COMPUTING INC.

I, the Secretary of State of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Profit Corporation was registered by this office on March 6, 1995.

As of the date of this certificate, said business continues as an active business in the State of New Jersey. Annual Reports are outstanding for the following year(s):
1997

I further certify that the registered agent and registered office are:

*Sandesh Setty
16 Spurr Place Apt H1
Nutley, NJ 07110*

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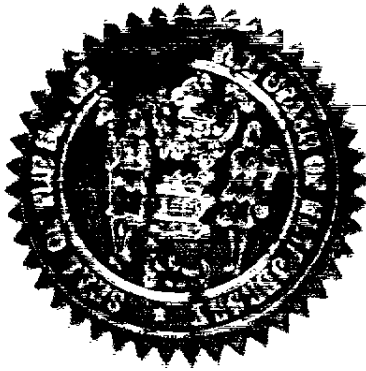
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SHORT FORM STANDING

ZEN & ART OF CLIENTS SERVER COMPUTING INC.

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DIVISION OF CORPORATIONS



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
12th day of January, 1998

Lonna R. Hooks

LONNA R HOOKS
Secretary of State