

F98000001165
TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: JES SOFTWARE DISTRIBUTORS, 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:

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-02/27/98--01107--001
*****70.00 *****70.00

STEPHEN E BLOEMER
(Name of Person)
JES SOFTWARE DISTRIBUTORS, INC.
(Firm/Company)
4915 WASHINGTON AVE.
(Address)
ST. LOUIS, MO 63108
(City/State/Zip)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 27 AM 10:38
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Should you need to call someone concerning this matter, please call:

STEPHEN E BLOEMER at (314) 367-4683
(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

**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. JES SOFTWARE DISTRIBUTORS, 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. MISSOURI 3. 43-1806809
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. FEBRUARY 19, 1998 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. NEW BUSINESS
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. -4915 WASHINGTON AVE ST LOUIS MO 63108
(Current mailing address)

8. TO RESELL COMPUTER RELATED PRODUCTS
(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)

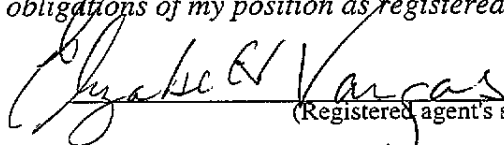
Name: ELIZABETH VARGAS

Office Address: 1975 STIRLING ROAD

DANIA, Florida, 33004
(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: JOHN F BERGER

Address: 14 WEDGE WOOD LN.

ST LOUIS MO 63141

Vice President: ELIZABETH H. VARGAS

Address: 5909 TAFT STREET

HOLLYWOOD FL 33021

Secretary: STEPHEN E BLOEMER

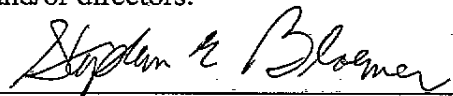
Address: 1435 TRAMPE AVE.

ST. LOUIS MO 63138

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. STEPHEN E BLOEMER SECRETARY

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

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STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF CORPORATE GOOD STANDING

98 FEB 27 AM 10:38

DIVISION OF CORPORATIONS

I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI, DO HEREBY CERTIFY THAT THE RECORDS IN MY OFFICE AND IN MY CARE AND CUSTODY REVEAL THAT JES SOFTWARE DISTRIBUTORS, INC.

WAS INCORPORATED UNDER THE LAWS OF THIS STATE ON THE 19TH DAY OF FEBRUARY, 1998, AND IS IN GOOD STANDING, HAVING FULLY COMPLIED WITH ALL REQUIREMENTS OF THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 24TH DAY OF FEBRUARY, 1998.

Rebecca McDowell Cook
Secretary of State

