

F98000002412

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REFERENCE: 0158. 2325

DATE: 4-28-98

CONTACT: CINDY HICKS

FROM: CORPORATE & CRIMINAL RESEARCH SERVICES

103 N. MERIDIAN STREET

TALLAHASSEE, FL 32301

TELEPHONE: 222-1173

SUBJECT: TTSI Services Acquisition
Sub, Inc

STATE FEES PREPAID WITH CHECK # 2397 FOR \$ 78.75

300002503273-8
-04/28/98-01032-006
*****78.75 *****78.75

PLEASE FILE:

- ARTICLES OF INC.
- AMENDMENT
- DISSOLUTION
- ANNUAL REPORT
- MERGER
- WITHDRAWAL
- QUALIFICATION
- LIMITED PARTNERSHIP
- ANNUAL REPORT
- FICTITIOUS NAME
- LIMITED LIABILITY
- REINSTATEMENT
- TRADEMARK/SERVICE
- UCC-1
- UCC-3

PROVIDE US WITH:

- CERTIFIED COPY
- CERTIFICATE OF STATUS
- STAMPED COPY

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 28 PM 12:45

RECEIVED
98 APR 28 AM 11:45
DIVISION OF CORPORATIONS

Examiner's Initials

**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. TTSI SERVICES ACQUISITION SUB., 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. Delaware 3. 95-4681558
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 2, 1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Estimated 5/15/98
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1800 Century Park East, Suite 1000
Los Angeles, CA 90067
(Current mailing address)

8. Laundry services.
(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: NRAI Services, Inc.

Office Address: 526 E. Park Avenue
Tallahassee, Florida, 32301
(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.

SEE ATTACHED
(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: _____

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

President: See attached.

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. Richard K. Roeder
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Richard K. Roeder, President
(Typed or printed name and capacity of person signing application)

TTSI Services Acquisition Sub., Inc.

List of Officers and Directors at Close

Directors:

Richard K. Roeder

Officers:

President Richard K. Roeder

Secretary and Vice President Marc A. Kramer

Chief Financial Officer and
Treasurer Frederick J. Elsea, III

Address for each Director and Officer:

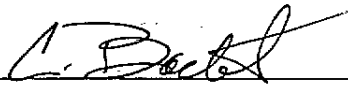
1800 Century Park East, Suite 1000
Los Angeles, CA 90067

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ACCEPTANCE OF APPOINTMENT OF STATUTORY AGENT

The statutory agent named in the foregoing Appointment of Statutory Agent hereby acknowledges and accepts the said appointment as such statutory agent.

NRAI SERVICES, INC.

By 
Charles Baclet, Vice President

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TTSI SERVICES ACQUISITION SUB., INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF APRIL, A.D. 1998.

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Edward J. Freel

Edward J. Freel, Secretary of State

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981157240

AUTHENTICATION: 9045218

DATE: 04-24-98