

F 98000002928

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Business Systems Concepts, 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:

Felicity M. Smith

(Name of Person)

W98-11704

Milam Otero Larsen Dawson & Traylor, P.A.

(Firm/Company)

900002531409--8  
-05/21/98--01046--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

1301 Riverplace Blvd., Suite 1301

(Address)

Jacksonville, Florida 32207

(City/State/Zip)

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

Felicity M. Smith

(Name of Person)

at 904/398-5514, ext. 109

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

MAILING ADDRESS:

Qualification/Tax Lien  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 MAY 22 PM 1:21

FILED

W5/22



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 21, 1998

FELICITY M. SMITH  
MILAM OTERO LARSEN DAWSON & TRAYLOR PA

SUBJECT: BUSINESS CONCEPTS USA, INC.  
Ref. Number: W98000011704

We have received your document for BUSINESS CONCEPTS USA, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

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.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Lee Rivers  
Document Specialist

Letter Number: 198A00028745

## RESOLUTIONS

### Business Concepts, Inc.

WHEREAS, Business Concepts, Inc., an Illinois corporation (the "Company"), finds it in the best interest of the Company to qualify to do business in Florida under the name Business Concepts USA, Inc.

NOW, THEREFORE, BE IT:

RESOLVED, that the Company hereby adopts the name Business Concepts USA, Inc. in order to conduct business in Florida.

Adopted May 21, 1998.

  
Kiffin E. Gilbert, Jr., as Director and President

FILED  
98 MAY 22 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:*

1. Business Concepts, 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. Illinois 3. 36-4064113  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 30, 1996 5. perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or perpetual)

6. July 1, 1998  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.1501, F.S.))

7. 1301 Riverplace Boulevard, Suite 1301  
Jacksonville, Florida 32207  
(Current mailing address)

8. computer 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: MOTOLAW, Inc.

Office Address: 1301 Riverplace Blvd., Ste 1301

Jacksonville, Florida, 32207  
(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.*

Peter V. Lawson, as President

(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.

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)**

Director: Kiffin E. Gilbert, Jr.

Address: 1301 Riverplace Blvd., Suite 1301, Jacksonville, Florida 32207

Director: Jeanne Gilbert

Address: 1301 Riverplace Blvd., Suite 1301, Jacksonville, Florida 32207

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

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

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

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

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

President: Kiffin E. Gilbert, Jr.

Address: 1301 Riverplace Blvd., Suite 1301, Jacksonville, Florida 32207

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

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

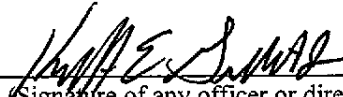
Secretary: Kiffin E. Gilbert, Jr.

Address: same as above

Treasurer: Jeanne Gilbert

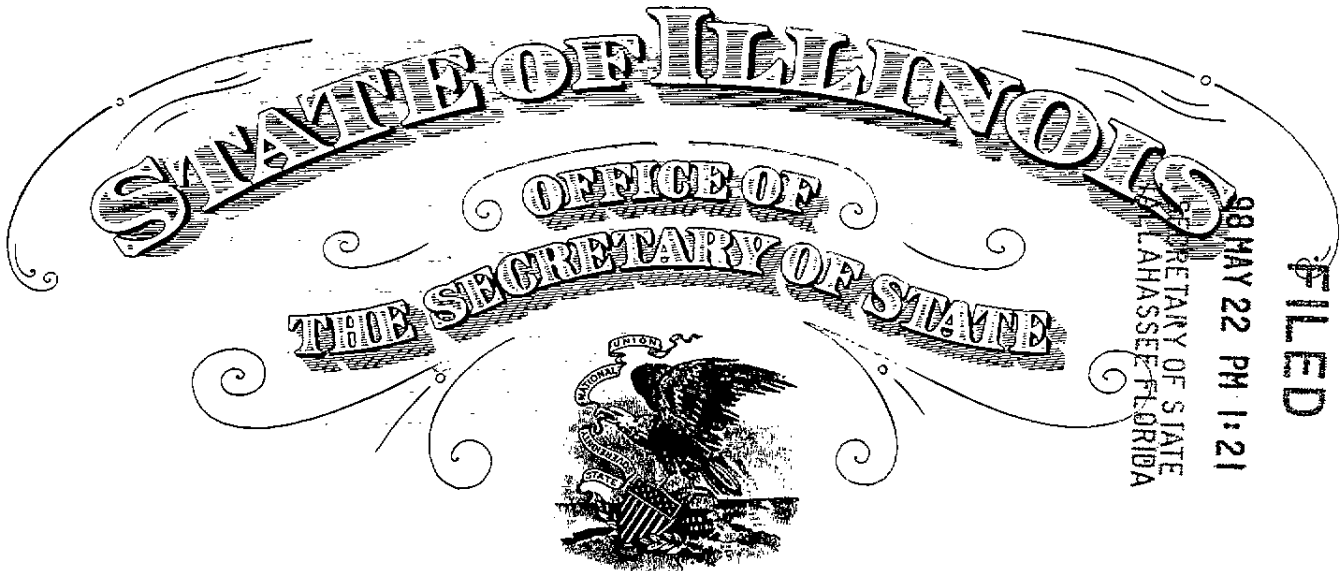
Address: 1301 Riverplace Blvd., Suite 1301, Jacksonville, Florida 32207

**NOTE:** If necessary, you may attach an addendum to the application listing additional officer and/or directors.

13.   
(Signature of any officer or director listed in number 12 of the application)

14. President and Director - Kiffin E. Gilbert, Jr.  
(Typed or printed name and capacity of person signing application)

File Number 5869-560-2



**To all to whom these Presents Shall Come, Greeting:**

I, George H. Ryan, Secretary of State of the State of Illinois,  
do hereby certify that BUSINESS CONCEPTS, INC., A DOMESTIC  
CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE JANUARY 30,  
1996, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE  
BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF  
ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE,  
IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF  
ILLINOIS\*\*\*\*\*



**In Testimony Whereof,** I hereto set  
my hand and cause to be affixed the Great Seal of  
the State of Illinois this 13TH  
day of MAY A.D., 1998

*George H. Ryan*  
\_\_\_\_\_  
SECRETARY OF STATE