

CARNAHAN, EVANS, CANTWELL & BROWN, P.C.

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Retired

June 18, 1998

Sandra B. Mortham, Florida Secretary of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-06/23/98--01030--001
*****70.00 *****70.00

RE: Endeavor Software, Inc.
Application by a Foreign Corporation for Authority to Transact Business or
Conduct Affairs in Florida

Dear Ms. Mortham:

Enclosed in regard to the above corporation, please find the following:

1. an Application by a Foreign Corporation for Authority to Transact Business or Conduct Affairs in Florida, in duplicate original;
2. Certificate of good standing from the Missouri Secretary of State;
3. our firm check in the amount of \$70; and
4. a self-addressed envelop for your use in returning the duplicate application and any other documents after processing.

If you have any questions, or require any further information or actions, please contact the undersigned.

Sincerely,



Frank C. Carnahan

FCC:st

Enclosures

cc: Rick Parks

FCC\325801LT.FLA

W98-14353
98-JUL-6 PM12:52
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

p7/c



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 23, 1998

FRANK C. CARNAHAN
CARNAHAN, EVANS, CANTWELL & BROWN, P.C.
P.O. BOX 10009 G.S.S.
SPRINGFIELD, MO 65808-0009

SUBJECT: ENDEAVOR SOFTWARE, INC.
Ref. Number: W98000014353

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DIVISION OF CORPORATIONS
98 JUL -6 PM12:52

We have received your document for ENDEAVOR SOFTWARE, 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 designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 798A00034455

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June 30, 1998

Sandra B. Mortham, Florida Secretary of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -6 PM 12:52

RE: Endeavor Software, Inc.
Application by a Foreign Corporation for Authority to Transact Business or
Conduct Affairs in Florida

Dear Ms. Mortham:

This correspondence will follow up on my correspondence dated June 23, 1998, copy enclosed. Pursuant to instructions pursuant to a telephone call to your office, enclosed in regard to the above corporation, please find the Application by a Foreign Corporation for Authority to Transact Business or Conduct Affairs in Florida, page 2, with addition of registered agent name and address.

If you have any questions, or require any further information or actions, please contact the undersigned.

Sincerely,


Frank C. Carnahan

FCC:st
Enclosures
FCC\325801LT.FL2

APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 507.1503, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS
IN THE STATE OF FLORIDA:

1. Endeavor Software, Inc.

(Name of corporation; the word "INCORPORATED", "COMPANY", OR
"CORPORATION" or words or abbreviation 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

(State or country under the law of which it is incorporated)

3. November 17, 1995

(Date of Incorporation)

4. Perpetual

(Duration)

5. 43-1729584

(Federal Employer Identification Number, if applicable)

6. JULY 1, 1998

(Date first transacted business in Florida. See sections 607.1501, 607.1502,
and 817.155, F.S.)

7. 702 E. Grand Hwy, Clermont, Florida 34711

(Current mailing address)

8. To engage in computer software development and any lawful business
(Corporate Purpose)

9. Names and addresses of officers and directors:

A. Directors:

Director: Richard A. Parks
Address: 702 E. Grand Hwy
Clermont, Florida 34711

B. Officers:

President: Richard A. Parks
Address: 702 E. Grand Hwy
Clermont, Florida 34711

Vice President: NA

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DIVISION OF CORPORATIONS
98 JUL -6 PM 12:52

Secretary: Richard A. Parks
Address: 702 E. Grand Hwy
Clermont, Florida 34711

Treasurer: Richard A. Parks
Address: 702 E. Grand Hwy
Clermont, Florida 34711

Registered Agent: Richard A. Parks, Address: 702 E. Grand Hwy., Clermont, FL
(If needed, attach an addendum to the application listing additional officers 34711
and/or directors)

10. Registered Agent 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 obligation of my position as registered agent.

Registered agent's signature: _____

Richard A. Parks

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to the 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.

13. _____

(Signature of Chairman, Vice-Chairman, or any officer listed in number 9 of the application)

14. Richard A. Parks, President

(Name and capacity of the person signing the application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -6 PM 12:52

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING

98 JUL -6 PM 12:52

SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS

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 ENDEAVOR SOFTWARE, INC.

WAS INCORPORATED UNDER THE LAWS OF THIS STATE ON THE 17TH DAY OF NOVEMBER, 1995, 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 18TH DAY OF JUNE, 1998.

Rebecca McDowell Cook
Secretary of State

