

F98000004914

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Global Software Consultants, Inc.
(Name of corporation - must include suffix)

000002622020--2
-08/21/98-01061-002
*****70.00 *****70.00

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:

Ernest Martinez
(Name of Person)

W98-19276

Global Software Consultants, Inc.
(Firm/Company)

101 S. Central Ave.
(Address)

Oviedo, FL 32765-9027
(City/State/Zip)

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

ERNEST MARTINEZ at (407) 365-3766
(Name of Person) (Area Code & Daytime Telephone Number)

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DIVISION OF CORPORATIONS
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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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 24, 1998

ERNEST MARTINEZ
GLOBAL SOFTWARE CONSULTANTS, INC.
101 S. CENTRAL AVE.
OVIEDO, FL 32765-9027

SUBJECT: GLOBAL SOFTWARE CONSULTANTS INC.
Ref. Number: W98000019276

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We have received your document for GLOBAL SOFTWARE CONSULTANTS 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 date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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: 798A00043719



Global Software Consultants, Inc.

Resolution

July 23, 1998

Sandra B. Mortham, Secretary of State
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Subject: Filing Resolution Form Letter

Dear Ms. Mortham:

This letter is being written in compliance with the Division of Corporations' instructions on filing a Resolution Form. We understand that our corporation name, Global Software Consultants, Inc., is not available in the state of Florida. We would like to adopt the name, Global Software Consultants of Central Florida, Inc. for use in the State of Florida.

Please send verification of this resolution.

Sincerely,

Ernest Martinez
President

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**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. Global Software Consultants 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. 51-0354388
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 11, 1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. Global Software Consultants, Inc., 101 S. Central Ave,
Orlando, FLORIDA 32765-9027
(Current mailing address)

8. Software Development
(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)

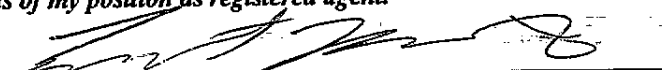
Name: Ernest Martinez

Office Address: 12650 Waterhaven Cr.

Orlando, Florida, 32828
(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: Ernest Martinez

Address: 101 S. Central Ave

Oviedo, FL 32765

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. 

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

14. President - Ernest Martinez

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

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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 "GLOBAL SOFTWARE CONSULTANTS 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 FOURTH DAY OF AUGUST, A.D. 1998.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 31 PM 1:29



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2382734 8300

DATE: 9234188

981298431

08-04-98