

F98000005045

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: COMPUTER RESOURCES GROUP, 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:

Dwight Brownell
(Name of Person)

300002585033--7
-07/10/98--01040--002
*****70.00 *****70.00

COMPUTER RESOURCES GROUP, INC.
(Firm/Company)

14450 46th STREET North Suite 105
(Address)

CLEARWATER, FL 34622
(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

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

Dwight Brownell at (813) 986-7257
(Name of Person) (Area Code & Daytime Telephone Number)

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

6098-15720

9/8/98
(3)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 10, 1998

DWAYNE BROWNELL
14450 46TH STREET NORTH
SUITE 105
CLEARWATER, FL 34622

SUBJECT: COMPUTER RESOURCES GROUP, INC.
Ref. Number: W98000015720

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for COMPUTER RESOURCES GROUP, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 598A00037011

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Douglas R. Brownell, do hereby certify
(Name)

that this Resolution of the Board of Directors of Computer Resources Group, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Delaware,

was duly adopted on April 8, 1998, 19 98.

Be it resolved, that Computer Resources Group, Inc.
(Corporate Name)

organized and existing in the State of Delaware, hereby adopts the name

Cavalier Data Management, Inc. for use in Florida.

Dated: 9/4/98

Douglas R. Brownell
Signature of either Chairman, Vice Chairman or any officer

Douglas R. Brownell
Type or print name

FILED
60 SEP - 8 PM 1:06
TALLAHASSEE
SECRETARY OF STATE

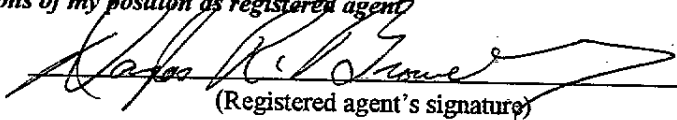
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

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. COMPUTER RESOURCE GROUP, 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. 59-3511777
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 8, 1998 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Assisting Florida Registration
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 14450 46th STREET North Suite 105
CLEARWATER FL 34622
(Current mailing address)
8. TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH CORP. MAY BE ORGANIZED
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) IN THE STATE OF FLORIDA.
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: DOUGLAS BROWNELL
Office Address: 1314 LAKEWOOD DR.
BRANDON, Florida, 33510
(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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TALLAHASSEE, FLORIDA

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: Douglas R. Brownell

Address: 1314 Lakewood Drive
Brandon, FL 33510

~~Director~~
Vice-Chairman: David Brownell

Address: 1007 W. CAMELIA DR
Brandon, FL 33510

Director: Douglas Brownell

Address: 10313 Blufffield Court
Thornton, FL 33590

Director: Daniel Brownell

Address: 16402 Bonaventure Dr
Tampa, FL 33664

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

President: Douglas R. Brownell

Address: 1314 Lakewood Dr.
Brandon, FL 33510

Vice President: Daniel Brownell

Address: 16402 Bonaventure Dr
Tampa, FL 33664

Secretary: SEE below

Address: _____

Treasurer: Secretary Douglas Brownell

Address: 10313 Blufffield Court
Thornton, FL 33590

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

13. Douglas R. Brownell
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Douglas R. Brownell, Chair.
(Typed or printed name and capacity of person signing application)

FILED
98 SEP - 8 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 "COMPUTER RESOURCES GROUP, 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-SECOND DAY OF JUNE, A.D. 1998.

FILED
98 SEP -8 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2881435 8300

981233415

AUTHENTICATION:

9152981

DATE:

06-22-98