

**FOR PROFIT CORPORATION
UNIFORM BUSINESS REPORT (UBR)**

FILED
Apr 22, 2002 8:00 am
Secretary of State

04-22-2002 90123 047 ***150.00

DOCUMENT # **F98000005465**

1. Entity Name

ENCORE REAL TIME COMPUTING, INC.

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 1700 NW 66th Ave.		3. Mailing Address 1700 NW 66th Ave.	
Suite, Apt. #, etc. Suite 103		Suite, Apt. #, etc. Suite 103	
City & State Ft. Lauderdale, FL		City & State Ft. Lauderdale, FL	
Zip 33313	Country USA	Zip 33313	Country USA

DO NOT WRITE IN THIS SPACE

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IN THIS SPACE**

4. FEI Number	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
7. Name and Address of Current Registered Agent	
Name Rick Wilkinson	
Street Address (P.O. Box Number is Not Acceptable) 105 East Drive	
City Melbourne	FL Zip Code 32904

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE *Rick Wilkinson* Rick Wilkinson April 12, 2002
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE

9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so. <input type="checkbox"/>	<p align="center">January 1 - May 11 Fees \$150.00 After May 11 Fees \$550.00 Amended UBR is \$61.25 Make Check Payable to Department of State</p>	10. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees
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11. OFFICERS AND DIRECTORS			
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CEO Constance A. Beck 105 East Drive Melbourne, FL 32904	TITLE NAME STREET ADDRESS CITY-ST-ZIP	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	Director Harold D. Beck 105 East Drive Melbourne, FL 32904	TITLE NAME STREET ADDRESS CITY-ST-ZIP	
TITLE NAME STREET ADDRESS CITY-ST-ZIP		TITLE NAME STREET ADDRESS CITY-ST-ZIP	DO NOT WRITE IN THIS SPACE
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13. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 11 or on an attachment with an address, with all other like empowered.

SIGNATURE: *Harold D. Beck* H. D. Beck April 12, 2002 321-727-2211
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034B (12/01)

ATTACH # F98000005465/036104

**WRITTEN CONSENT TO ACTION
OF THE BOARD OF DIRECTORS OF
ENCORE REAL TIME COMPUTING, INC.
IN LIEU OF SPECIAL MEETING**

The undersigned, constituting the sole member of the Board of Directors of ENCORE REAL TIME COMPUTING, INC., a Delaware corporation (the "Corporation"), does hereby consent in writing to the adoption of the following resolution in lieu of a special meeting of the Board of Directors, as permitted by Delaware Statutes and the Corporation's Bylaws, and does hereby waive any notice to be given in connection therewith pursuant to this action:

RESOLVED, that the following person is elected, effective immediately, to the following office of the Corporation to serve until the next annual meeting of the Corporation or until her successor is elected and qualified:

Chief Executive Officer: Constance A. Beck

IN WITNESS WHEREOF, the undersigned as the sole member of the Board of Directors of the Corporation has signed this Written Consent to Action of the Board of Directors of Encore Real Time Computing, Inc. In Lieu of Special Meeting on the day and year set forth below.

Executed effective the 12th day of April, 2002.

Harold D. Beck
Harold D. Beck, Director

ATTACH # F9800005465/636104

**WRITTEN CONSENT TO ACTION
OF THE SHAREHOLDERS OF
ENCORE REAL TIME COMPUTING, INC.
IN LIEU OF SPECIAL MEETING**

The undersigned, constituting the sole Shareholder of ENCORE REAL TIME COMPUTING, INC., a Delaware corporation (the "Corporation"), does hereby consent in writing to the adoption of the following resolution in lieu of a special meeting of the Shareholders, as permitted by Delaware Statutes and the Corporation's Bylaws, and do hereby waive any notice to be given in connection therewith pursuant to this action:

RESOLVED, that the following person is elected, effective immediately, as the sole Director of the Corporation to serve until the next annual meeting of the Corporation or until his successor is elected and qualified:

Harold D. Beck

IN WITNESS WHEREOF, the undersigned as the sole Shareholder of the Corporation has signed this Written Consent to Action of the Shareholders of Encore Real Time Computing, Inc. In Lieu of Special Meeting on the day and year set forth below.

Executed effective the 12TH day of April, 2002.

Compro Computer Services, Inc.

By: Constance A. Beck
Print Name: Constance A. Beck
Title: President