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ROBERT F. DREIDAME 1914-1978
WILLIAM J. WALSH 1919-1998

(1) ALSO ADMITTED IN KENTUCKY
(2) ALSO ADMITTED IN WEST VIRGINIA

(513) 345-5768

December 31, 1998

Secretary of State
Attn: Corporate Services
P.O. Box 6327
Tallahassee, FL 32314

In re: Pomeroy Select Integration Solutions, Inc.
Our File No: 29619/5020

Dear Sir/Madam:

I am enclosing herewith an Application for a Certificate of Authority for a Foreign Corporation. Also enclosed with the application is a check for the appropriate filing fee and a certified copy of the certificate of existence/good standing and/or articles of incorporation, as required to complete this application. Once these documents have been duly filed and processed, please return the Certificates to the attention of the undersigned in the enclosed overnight shipping envelope.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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Sincerely,

Michelle L. Clemons

Enclosures

MLC/lnk

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Pomeroy Select Integrations Solutions 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:

James H. Smith, III
(Name of Person)
Lindhorst & Dreidame Co., LPA
(Firm/Company)
312 Walnut Street, Suite 2300
(Address)
Cincinnati, OH 45202
(City/State/Zip)

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

James H. Smith, III at (513) 421-6630
(Name of Person) (Area Code & Daytime Telephone Number)

STREET 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

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. Pomeroy Select Integration Solutions, 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. 61-1337096
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/14/98 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 01/06/99
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1020 Petersburg Road
Hebron, KY 41048
(Current mailing address)

8. Integrated Desktop Management and Network Services
(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: Richard J. Jackman

Office Address: 3740 St. John's Bluff Road South

Jacksonville, Florida, 32224
(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: See attached Schedule A

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached Schedule A

Address: _____

Vice President: _____

Address: _____

Secretary: _____


Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE FLORIDA

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. Stephen E. Pomeroy
(Typed or printed name and capacity of person signing application)

SCHEDULE A TO APPLICATION
OF
POMEROY SELECT INTEGRATION SOLUTIONS, INC.
FOR CERTIFICATE OF AUTHORITY IN FLORIDA

Directors:

David B. Pomeroy	1020 Petersburg Road, Hebron, KY 41048
Stephen E. Pomeroy	1020 Petersburg Road, Hebron, KY 41048
Kenneth E. Waters	4644 East Indian Bend Road, Paradise Valley, AZ 85253
Gerald L. Von Deylen	9140 Indian Ridge, Cincinnati, OH 45243

Officers:

Stephen E. Pomeroy	President
Larry H. Lokey	Vice President
Mark P. Schwarz	Secretary/Treasurer

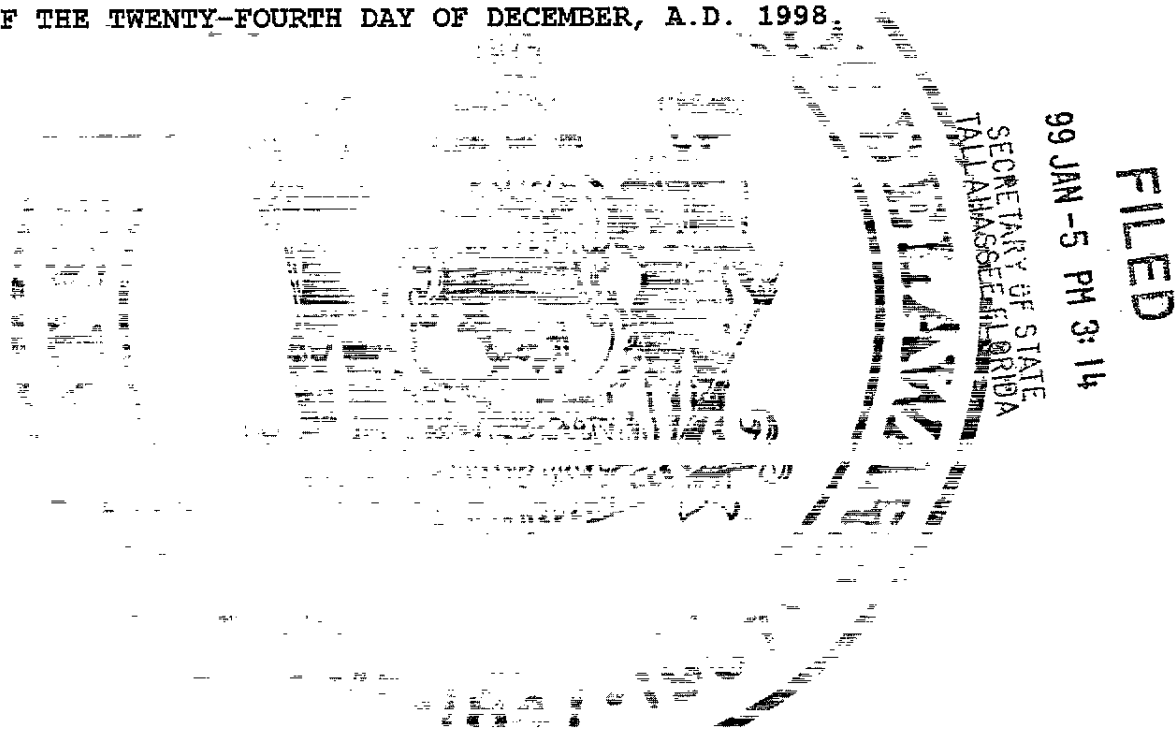
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TALLAHASSEE FLORIDA

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "POMEROY SELECT INTEGRATION SOLUTIONS, 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-FOURTH DAY OF DECEMBER, A.D. 1998.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

12-24-98

DATE: