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LAW OFFICES
MARK A. MOORSTEIN
PROFESSIONAL CORPORATION
10500 BATTLEVIEW PARKWAY
MANASSAS, VIRGINIA 20109

TELEPHONE (703) 361-6500
FACSIMILE (703) 361-6740

MARK A. MOORSTEIN
JAMES A. YERGIN

January 15, 1999

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
409 E. Gaines Street
Tallahassee, FL 32314

SUBJ: HOPPMANN CORPORATION

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check for \$70.00 are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

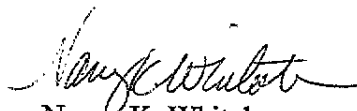
Mark A. Moorstein
Mark A. Moorstein, P.C.
10500 Battleview Parkway, Suite 210
Manassas, VA 20109

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W99-1465

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

Nancy Whitaker at (703) 361-6500

Sincerely,


Nancy K. Whitaker
Legal Assistant

cc: Hoppmann Corporation/Marianne Slusher

FILED
SECRETARY OF STATE
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 20, 1999

MARK A. MOORSTEIN
MARK A. MOORSTEIN, P.C.
10500 BATTLEVIEW PARKWAY, STE 210
MANASSAS, VA 20109

SUBJECT: HOPPMANN CORPORATION
Ref. Number: W99000001465

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

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$3465.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 099A00002644

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DIVISION OF CORPORATIONS

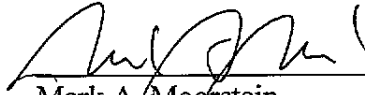
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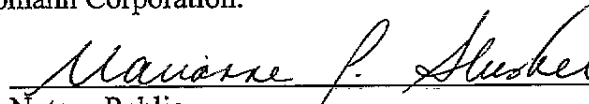
Commonwealth of Virginia
County of Fairfax

I, Mark A. Moorstein, Esq., corporate counsel for Hoppmann Corporation, hereby state that upon due investigation and review, including Section 607.1501 of the Florida Statutes, that the submission of the date 1996 for the first date of transacting business in Florida was incorrect because the Hoppmann employee was not capable of accepting orders within Florida. All orders in Florida require acceptance in Virginia before they become contracts.

As a result, the proper date for first transacting business should be January, 1999.


Mark A. Moorstein

Sworn to this 22 day of February, 1999 by Mark A. Moorstein, known to me as the corporate counsel for Hoppmann Corporation.


Notary Public

My commission expires: January 31, 2002

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**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. HOPPMANN CORPORATION
(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. 54-0600112
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 1955 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. December 1, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. _____
14560 Lee Road, P.O. Box 601, Chantilly, VA 20151
(Current mailing address)
8. All legal purposes under the laws of Delaware
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Brian Cadigan
Office Address: 4460 Bermuda Drive (until Mar 99)
3465 Gulf Coast Drive (as of Mar 99)
Hernando Beach, Florida, 34607
(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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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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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: Peter G. Hoppmann

Address: Hoppmann Corporation
14560 Lee Rd., Chantilly, VA 20151

Vice Chairman: _____

Address: _____

Director: Thomas M. Egan

Address: Hoppmann Corporation
14560 Lee Rd., Chantilly, VA 20151

Director: Mark J. Flanagan

Address: Hoppmann Corporation
14560 Lee Rd., Chantilly, VA 20151

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

President: Peter G. Hoppmann

Address: Hoppmann Corporation, 14560 Lee Rd., Chantilly, VA 20151

Vice President: Mark J. Flanagan

Address: Hoppmann Corporation
14560 Lee Rd., Chantilly, VA 20151

Secretary: Mark J. Flanagan

Address: Same as Above

Treasurer: Mark J. Flanagan

Address: Same as Above

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

13. Mark J. Flanagan
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Mark J. Flanagan, Vice Pres., Hoppmann Corporation
(Typed or printed name and capacity of person signing application)

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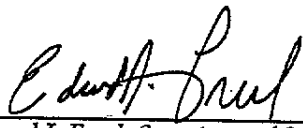
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SECRETARY OF STATE
OFFICE OF THE CLERK

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 "HOPPMANN CORPORATION" 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 FIFTH DAY OF JANUARY, A.D. 1999.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel, Secretary of State

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AUTHENTICATION:

9504387

DATE:

01-05-99