

F990000002042

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: SMS SYSTEMS MAINTENANCE SERVICES, 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:

THOMAS A. WELCH
(Name of Person)
SMS SYSTEMS MAINTENANCE SERVICES, INC.
(Firm/Company)
537 GREAT ROAD P.O. Box 1010
(Address)
LITTLETON, MA 01460
(City/State/Zip)

99 APR 20 AM 8:23
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
smh
4/21

500002844605--7
-04/20/99--01027--001
*****70.00 *****70.00

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

THOMAS A. WELCH at 978-952-4555
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
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

**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. SMS SYSTEMS MAINTENANCE SERVICES, 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. MASSACHUSETTS 3. 04-2779058
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 01/26/83 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 5-1-99
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 537 GREAT ROAD
LITTLETON, MA 01460
(Current mailing address)

8. COMPUTER SYSTEM MAINTENANCE, SALES, AND INSTALLATION
(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: FRANCIS X. KEARNS
Office Address: 5925 IMPERIAL PARKWAY, SUITE 126
MULBERRY, Florida, 33860
(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.
Francis X. Kearns
(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.

FILED
SECRETARY OF STATE
99 APR 20 AM 8:23

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: THOMAS A. WELCH

Address: 70 AUNT NABBY'S LANE

CHATHAM, MA 02633

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: THOMAS A. WELCH

Address: S/A

Vice President: S/A

Address: S/A

Clerk
Secretary: CHARLENE WELCH

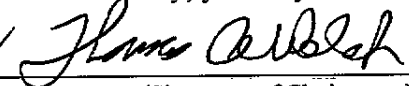
Address: S/A

Treasurer: THOMAS A. WELCH

Address: S/A

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 20 AM 8:23

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. THOMAS A. WELCH PRESIDENT

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



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

April 8, 1999

TO WHOM IT MAY CONCERN:

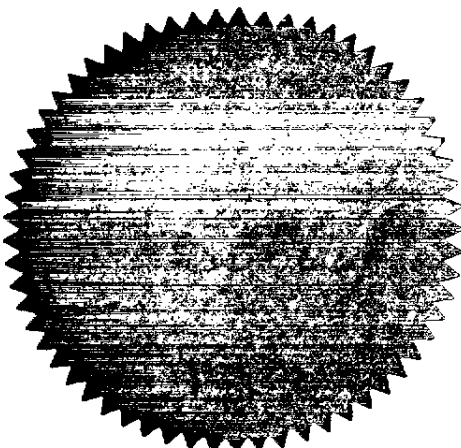
I hereby certify that according to the records of this office

SMS Systems Maintenance Services, Inc.

is a domestic corporation organized on **January 26, 1983**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

FILED
SECRETARY OF STATE
DIVISION OF REGISTRATIONS
99 APR 20 AM 8:23



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

Secretary of the Commonwealth

JBM

* This is not a tax clearance. Certificates certifying that all taxes due and payable by the corporation have been paid or provided for are issued by the Department of Revenue.

** MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.

