

CCRS
103 N. MERIDIAN STREET
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

F990000003631

CONTACT: CINDY HICKS

DATE: 7-14-99

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-07/14/99--01068--010
*****70.00 *****70.00

REF. #: 0173.7569

CORP. NAME: Alpha Serv. com, Inc

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input checked="" type="checkbox"/> CERT. OF AUTHORITY | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: _____ | | |

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TALLAHASSEE FLORIDA

STATE FEES PREPAID WITH CHECK# 14853 FOR \$ 70.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|---|---|--|
| <input type="checkbox"/> CERTIFIED COPY | <input checked="" type="checkbox"/> CERTIFICATE OF STATUS | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
|---|---|--|

Examiner's Initials _____
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99 JUL 14 PM 2:16

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: AlphaServ.com, 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:

Gloria Stillinger
(Name of Person)

Alphaserv.com, Inc.
(Firm/Company)

2722 South Fairview Street
(Address)

Santa Ana, CA 92704
(City/State/Zip)

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

Gloria Stillinger at (714) 641-6210
(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. AlphaServ.com, 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
(State or country under the law of which it is incorporated)
3. 95-3108178
(FEI number, if applicable)
4. June 10, 1999
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 2722 South Fairview Street Attn: Legal Department
Santa Ana, CA 92704
(Current mailing address)
8. Supplier of information technology products and services and related
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) activities
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box acceptable)

Name: NRAI Services, Inc.

Office Address: 526 E. Park Avenue
Tallahassee, Florida, 32301
(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.

Charles Baclet
(Registered agent's signature)

Charles Baclet, Vice President

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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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

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: SEE ATTACHED

Address: _____

Vice President: _____

Address: _____


Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. Jeffrey J. Dunnigan, Chief Financial Officer
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ALPHASERV.COM
BOARD OF DIRECTORS**

<u>Name</u>	<u>Address</u>
Clarke E. Reynolds	2722 South Fairview Street Santa Ana, CA 92704
Douglas J. Tullio Chairman	2722 South Fairview Street Santa Ana, CA 92704
Carlos D. De Mattos	Matthews Studios Equipment 3111 North Kenwood Street Burbank, CA 91504
Rockell N. Hankin	Hankin & Co. 1880 Century Park East Suite 350 Los Angeles, CA 90067-1603
Richard E. Mahmarian	REM Associates 2400 Via Carillo Palos Verdes, CA 90274
Benjamin P. Giess	Hampshire Equity Partners 520 Madison Avenue 33 rd Floor New York, NY 10022
Sam Yau	17 Cipriani Irvine, CA 92606

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OFFICERS

<u>Name</u>	<u>Address</u>	<u>Title</u>
Douglas J. Tullio	2722 South Fairview Street Santa Ana, CA 92704	President Chief Executive Officer
John F. Glade	2722 South Fairview Street Santa Ana, CA 92704	Vice President Engineering and Manufacturing
Jeffrey J. Dunnigan	2722 South Fairview Street Santa Ana, CA 92704	Vice President Chief Financial Officer Corporate Secretary
Dennis E. Michael	2722 South Fairview Street Santa Ana, CA 92704	Vice President of Marketing
John T. DeVito	Delta Computec Inc. 900 Huyler Street Teterboro, NJ 07608	Vice President Professional Services Group President - Delta Computec Inc.
Joseph C. Burick	2722 South Fairview Street Santa Ana, CA 92704	President IT Services Division

State of Delaware
Office of the Secretary of State

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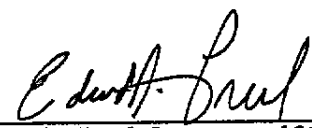
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ALPHASERV.COM" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF JULY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ALPHASERV.COM" WAS INCORPORATED ON THE TENTH DAY OF JUNE, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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TALLAHASSEE FLORIDA




Edward J. Freel, Secretary of State

3055203 8300

AUTHENTICATION:

9856755

991281849

DATE:

07-09-99