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F99000004656

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

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-09/09/99--01055--021
*****8.75 *****8.75

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-09/09/99--01055--020
*****70.00 *****70.00

CORPORATION(S) NAME

BRT Incorporated d/b/a BRT Systems Integration Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
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Examiner _____
Updater _____
Verifier _____
Acknowledgement _____
W.P. Verifier _____

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RECEIVED
TALLAHASSEE, FLORIDA
SEP 9 1999

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RESOLUTION OF BOARD OF DIRECTORS

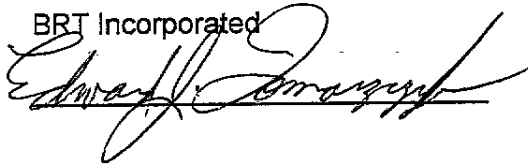
I, the undersigned EDWARD J. TOMASZEK, do hereby certify that this Resolution of the Board of Directors of BRT Incorporated, a corporation duly organized and existing under the laws of the State of Michigan, was duly adopted on

Resolved, that BRT Incorporated organized and existing in the state of Michigan, hereby adopts the name BRT Systems Integration Inc. for use in Florida.

Dated:

9/2/1999

BRT Incorporated



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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. BRT INCORPORATED

(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. Michigan

(State or country under the law of which it is incorporated)

3. 38-2356520

(FEI number, if applicable)

4. April 6, 1981

(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. 39555 ORCHARD HILL PLACE STE 165, NOVI, Michigan 48375

(Current mailing address)

8. See attached purpose clause

(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:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Connie Bryan
(Registered agent's signature) (Officer)

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

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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.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Treasurer: _____

Address: _____

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

13.

Edward J. Tomaszczyk 9/2/1999
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Edward J. Tomaszczyk, CEO
(Typed or printed name and capacity of person signing application)

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
BRT INCORPORATED**

1. EDWARD J. TOMASZCZYK, CEO
39555 ORCHARD HILL PLACE STE 165
NOVI, Michigan 48375
2. ALLAN J. DALIAN, PRESIDENT
39555 ORCHARD HILL PLACE STE 165
NOVI, Michigan 48375
3. ROBERT A. SHALLMAN, VP/SECRETARY
39555 ORCHARD HILL PLACE STE 165
NOVI, Michigan 48375
4. JOHN W. MIDDLETON, VP/TREASURER
39555 ORCHARD HILL PLACE STE 165
NOVI, Michigan 48375

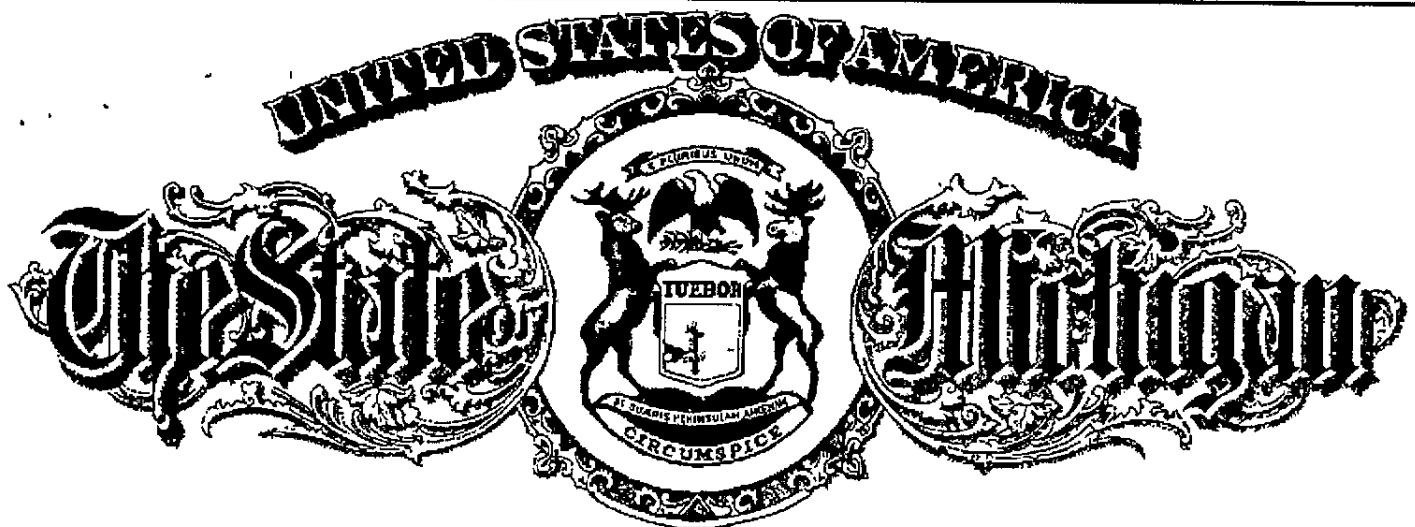
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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of
BRT INCORPORATED**

BRT, INC. IS A SYSTEMS ENGINEERING INTEGRATION AND CONSULTING FIRM SPECIALIZING IN THE IMPLEMENTATION AND SUPPORT OF INFORMATION SYSTEMS FOR MANUFACTURING, ENGINEERING AND RELATED BUSINESSES. OUR CURRENT PRIMARY MARKET FOCUS IS DIVIDED INTO THREE DISTINCT AREAS: (1) REAL-TIME CONTROL AND DATA ACQUISITION, (2) NETWORKS AND (3) DATABASE SYSTEMS FOR THE DISCRETE MANUFACTURING AND CONTINUOUS PROCESS INDUSTRIES. BRT PROVIDES COMPLETE, TURNKEY CONFIGURATIONS RANGING FROM STANDALONE POINT SOLUTIONS TO VERTICALLY INTEGRATED ENTERPRISE-WIDE SYSTEMS COVERING ALL THREE OF THE ABOVE DISCIPLINES.

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Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

BRT INCORPORATED

was validly incorporated on April 6, 1981, as a Michigan profit corporation,
and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.

In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 8th day
of September, 1999.

Julie Croll

, Director

173 0448282

Corporation, Securities and Land Development Bureau

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