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ACCOUNT NO. : 072100000032

REFERENCE : 513732 7503B

AUTHORIZATION : Patricia Pigut

COST LIMIT : \$ 70.00

ORDER DATE : December 13, 1999

ORDER TIME : 11:10 AM

ORDER NO. : 513732-015

800003069478--2

CUSTOMER NO: 7503B

CUSTOMER: Ms. Sandra Little
Icf Kaiser Engineers, Inc.
9300 Lee Highway

Fairfax, VA 22031

FOREIGN FILINGS

NAME: SYSTEMS APPLICATIONS
INTERNATIONAL, INC.

5

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

99 DEC 14 PM 4: 34
DEPT. OF STATE
DIVISION OF CORPORATIONS
SECRETARY OF CORPORATIONS

RECEIVED
99 DEC 14 PM 12: 14
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

3/2
12/14/99

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.

FILED STATE SECRETARY OF CORPORATIONS 99 DEC 14 PM 4:34

1. Systems Applications International, 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. 54-1770848 (FEI number, if applicable)

4. August 4, 1995 (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. 9300 Lee Highway Fairfax, VA 22031-1207 consulting services (Current mailing address)

8. (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: Corporation Service Company

Office Address: 1201 Hays Street

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.

Corporation Service Company By: [Signature] (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.

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 officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

DIVISION OF SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 14 PM 4: 34

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

President: See attached officers/directors rider

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. George T. Lowden III
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. George T. Lowden, III / Secretary
(Typed or printed name and capacity of person signing application)

Systems Applications International, Inc.
9300 Lee Highway
Fairfax, VA 22031-1207

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DIRECTORS

Peter D. Linquti

Sole Director

OFFICERS

Charles S. Burton
Joon Park
George T. Lowden, III

President
Treasurer
Senior Vice President
Chief Financial Officer
Secretary
Senior Vice President
Vice President

John M. Wasson
James L. Haney

Office of the Secretary of State

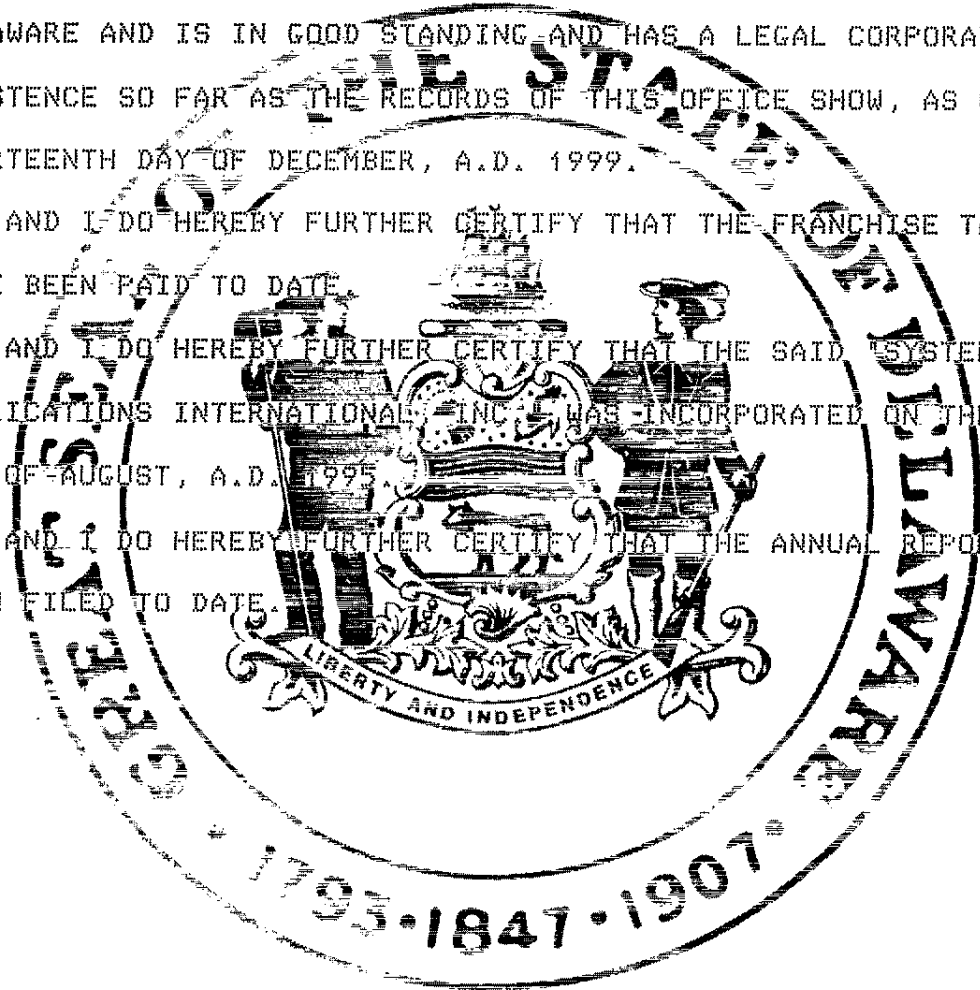
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SECRETARY OF CORPORATIONS
99 DEC 14 PM 4:34

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SYSTEMS APPLICATIONS INTERNATIONAL 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 THIRTEENTH DAY OF DECEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID SYSTEMS APPLICATIONS INTERNATIONAL INC. WAS INCORPORATED ON THE FOURTH DAY OF AUGUST, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0135818

DATE: 12-13-99