

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. Raymond Karsan Associates, 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. Pennsylvania

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

3. appl'd for

(FEI number, if applicable)

4. November 24, 1999

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon filing

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 170 S. Warner Road Suite 110, Wayne, Pennsylvania 19087

(Current mailing address)

8. Human Resource Services and IT Solutions

(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

Mary Alice Rogers
(Registered agent's signature/Officer)

MARY ALICE ROGERS

Assistant Vice President

(Type Name and Title of Officer)

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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FLORIDA STATE
DEPARTMENT OF CORPORATIONS

Treasurer: _____

Address: _____

STATE OF FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Nooruddin Karsan
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Nooruddin Karsan Chief Executive Officer
(Typed or printed name and capacity of person signing application)

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

**Officers of
Raymond Karsan Associates, Inc.**

1. Nooruddin Karsan, Chief Executive Officer
170 S. Warner Road Suite 110
Wayne, Pennsylvania 19087
2. Elliot Clark, Chief Operating Officer/Secretary
170 S. Warner Road Suite 110
Wayne, Pennsylvania 19087
3. Don Volk, Chief Financial Officer
170 S. Warner Road Suite 110
Wayne, Pennsylvania 19087

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
SECRETARIAT OF FLORIDA

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

DECEMBER 14, 1999

STATE OF PENNSYLVANIA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
LAW OF SAVINGS
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TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

RAYMOND KARSAN ASSOCIATES, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Kim Pizzagalli

Secretary of the Commonwealth

DPOS