



THE UNITED STATES  
CORPORATION  
COMPANY

M970000000126

ACCOUNT NO. : 072100000032

REFERENCE : 289487 4304045

AUTHORIZATION : Patricia Poynter

COST LIMIT : ~~\$20.00~~

ORDER DATE : March 11, 1997

ORDER TIME : 9:38 AM

ORDER NO. : 289487-005

800002111438--6

CUSTOMER NO: 4304045

CUSTOMER: Bobbie J. Morrow, Legal Asst  
Arnall Golden & Gregory  
2800 One Atlantic Center  
1201 West Peachtree Street  
Atlanta, GA 30309

FOREIGN FILINGS

NAME: OMNI TECHNOLOGY CENTER OF  
ATLANTA, L.L.C.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

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97 MAR 12 PM 3:55  
FEDERAL BUREAU OF INVESTIGATION  
U.S. DEPARTMENT OF JUSTICE

BK  
3/12/97

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. OMNI TECHNOLOGY CENTER OF ATLANTA, L.L.C.  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present. Please Note: L.L.C. is not an acceptable suffix in Florida.)

2. TEXAS  
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 58-2264372  
(FEI number, if applicable)

4. October 3, 1996  
(Date of Organization)

5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")

6. UPON QUALIFICATION  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. 47 Perimeter Center East, Suite 400  
Atlanta, Georgia 30348  
(Street address of principal office)

8. List and indicate in title space provided the name, title, and business address of each managing member (MGRM) or manager (MGR). It is not necessary to list members.  
(attach additional page if necessary)

NAME AND ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Wain Kellum</u>	<u>Manager</u>	<u>Ronda Sides</u>	<u>Member</u>
<u>47 Perimeter Center East, Suite 400</u>		<u>47 Perimeter Center East, Suite 400</u>	
<u>Atlanta, Georgia 30348</u>		<u>Atlanta, Georgia 30348</u>	
<u>Richard L. Davis</u>	<u>Member</u>		
<u>14450 T.C. Jester, Suite 170</u>			
<u>Houston, Texas 77014</u>			

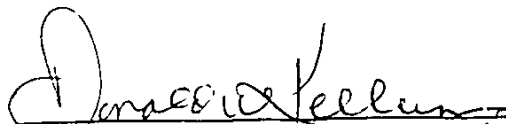
FILED  
STATE  
SECRETARY OF  
CORPORATIONS  
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of \_\_\_\_\_

Omni Technology Center of Atlanta, L.L.C. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 3,029,400 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is  
\$ none . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is  
\$ 5,729,400 . This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member  
(in accordance with section 608.408(3), Florida Statutes, the execution of this affidavit  
constitutes an affirmation under the penalties of perjury that that facts stated herein are true.)

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SECRETARY OF STATE  
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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Omni Technology Center of Atlanta, L.L.C.

2. The name and address of the registered agent and office is:

Corporation Service Company

(Name)

1201 Hays Street, Tallahassee, Florida 32301

(P.O. Box or Mail Drop Box NOT acceptable)

(City/State/Zip)

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DIVISION  
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*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

By: Rachel Searcy

RACHEL SEARCY (Signature)  
ITS AGENT

March 11, 1997

(Date)



# The State of Texas

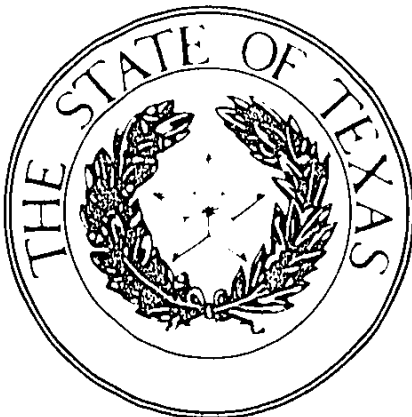
## SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that  
Articles of Organization  
of

OMNI TECHNOLOGY CENTERS OF ATLANTA, L.L.C.  
CHARTER NO. 7020980-22

were filed in this office and a certificate of organization was issued on  
OCTOBER 3, 1996;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and that  
the company is still in existence.



*IN TESTIMONY WHEREOF, I have hereunto  
signed my name officially and caused to be  
impressed hereon the Seal of State at my office in  
the City of Austin, on February 21, 1997.*

*1077.*  
Antonio O. Garza, Jr.  
Secretary of State

BAM

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