

m97000000420

JOHN T. DANIEL  
ATTORNEY AT LAW

212 SOUTH TRYON STREET, SUITE 1770  
CHARLOTTE, NORTH CAROLINA 28201

TELEPHONE  
704 333-0900

June 16, 1997

Florida Department of State  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

900002218739--8  
-06/20/97--01093--001  
\*\*\*140.00 \*\*\*140.00

In Re: CDI Computer Dynamics, LLC; Certificate of Authority to  
Transact business in the State of Florida

Dear Ladies/Sirs:

This letter is to request that you issue a certificate of authority to transact business concerning the above referenced limited liability company. Enclosed please find the following things: Application, Certificate of Designation of Registered Agent/Registered Office (a signed Certificate is being sent to you directly by C T Corporation System), Affidavit of Membership and Contributions of Foreign Limited Liability Company, Original of Delaware equivalent of certificate of existence, and check for \$140.00.

Please send the Certificate of Authority to me. I trust you will contact me if you have related questions.

Sincerely yours,

John T. Daniel

Name	6/23/97
Availability	dec
Document Examiner	JTD:lae
Updater	Enclosures as listed above
Updater Verifier	P.C. with copies of enclosures to Robert J. Brown and Wandell M. Morris
Acknowledgement	
W. P. Verifier	

800002239688--3  
-07/16/97--01078--003  
\*\*\*145.00 \*\*\*145.00

C. TAX  
FILING  
R. AGENT FEE  
C. FEE  
T. FEE  
N. BANK  
BALANCE DUE  
REFUND

W97000014547

m97000000420

JOHN T. DANIEL  
ATTORNEY AT LAW

212 SOUTH TRYON STREET, SUITE 1770  
CHARLOTTE, NORTH CAROLINA 28201

TELEPHONE  
704 833-0900

July 14, 1997

Diane Cushing  
Corporate Specialist  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

In Re: CDI Computer Dynamics, LLC  
Ref. Number: W97000014547  
Letter Number: 997A00033177

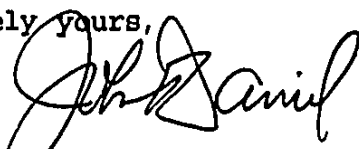
Dear Ms. Cushing:

This letter follows my telephone conversation with you on 7-10-97 concerning your letter to me, copy attached.

This letter will confirm that you have received from C T Corporation System a properly signed and dated "Certificate of Designation of Registered Agent/Registered Office" and that all you need to complete this registration process is a check to cover the balance between the \$140.00 I sent you previously and your new total registration fee of \$285.00. I enclose my check in the amount of \$145.00 to pay the difference.

I trust that you will proceed with the issuance of the certificate of authority to transact business unless I hear from you to the contrary.

Sincerely yours,



John T. Daniel

JTD:lae

Enclosure: copy of 6-23-97 letter to John T. Daniel, check in the amount of \$145.00

P.C. with copy of 6-23-97 letter to: Mr. Robert J. Brown and  
Wandell M. Morris

**CT CORPORATION SYSTEM**

1201 Peachtree Street, NE  
Atlanta, GA 30361  
Tel. 404 888 7790  
Fax 404 888 6499

**June 18, 1997**

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: **CDI COMPUTER DYNAMICS, LLC.**

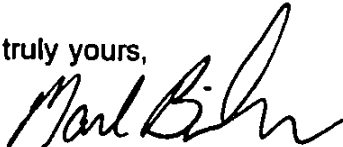
Dear Filing Officer:

As requested by counsel, we enclose for filing a Designation of Registered Agent on behalf of this corporation. This document should be filed with the Articles of Organization which were delivered separately to your office. Please file this document as soon as possible.

Evidence of the filing should be returned to this office.

If you have any questions or if for any reason the filing cannot be effected promptly, please notify this office of the details by calling our toll-free number: (800) 241-8922.

Very truly yours,



Mark Brinkman  
Associate Customer Specialist

mb

Enclosures

**Special Instructions:**

The Articles of Organization were sent to your office by John T. Daniel, Attorney, of Charlotte NC.



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

June 23, 1997

**JOHN T. DANIEL**  
212 SOUTH TRYON STREET, SUITE 1770  
CHARLOTTE, NC 28281

**SUBJECT: CDI COMPUTER DYNAMICS, LLC**  
Ref. Number: W97000014547

We have received your document for CDI COMPUTER DYNAMICS, LLC and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective April 23, 1997, the fees to qualify a foreign limited liability company total \$285.00 and breakdown as follows: \$250.00 filing fee for the application and affidavit and \$35 registered agent designation fee. An additional \$52.50 is due for each certified copy requested and an additional \$8.75 is due for each certificate of status requested.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 997A00033177

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

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

1. CDI Computer Dynamics, LLC  
(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.)
2. Delaware 3. 62 1624069  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 1-1-96 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will  
cease to exist or "perpetual")
6. 5-12-97  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
7. 23 Edgewater Alley, Isle of Palms, SC 29451  
(Street address of principal office)

FILED  
97 JUL 16 AM 8:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

List name, title, and business address of each managing member[MGRM] or manager[MGR] who  
will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
1. The Brown Family Trust, Company Member, by its Trustee Robert J. Brown 26500 Agoura Rd., Ste. 201 Calabasas, CA 91302	MGRM	_____	_____
2. The Brown Family Trust, Company Member, by its Trustee Beverly J. Brown 26500 Agoura Rd., Ste. 201 Calabasas, CA 91302	MGRM	_____	_____
3. Wandell M. Morris, Company Member and Manager, 23 Edgewater Alley, Isle of Palms, SC 29451	MGRM	_____	_____

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of \_\_\_\_\_  
CDI Computer Dynamics, LLC 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) if any, the agreed value of property other than cash contributed by member(s) is  
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 0  
This total includes amounts from 2 and 3 above.
- 5) the total amount of cash or property anticipated to be contributed by member(s) is \$ 10,000.

FILED  
97 JUL 16 8 30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Robert J. Brown, Trustee of member, Brown Family Trust  
Signature of a member or authorized representative of a member.

Robert J. Brown, Trustee of Member, Brown Family Trust  
In accordance with section 608.408(3), Florida Statutes, the execution of this  
affidavit constitutes an affirmation under the penalties of perjury that the facts  
stated herein are true.)

**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 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: CDI COMPUTER DYNAMICS, LLC.

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

C T CORPORATION SYSTEM  
(Name)

c/o C T CORPORATION, 1200 South Pine Island Road,  
(P.O. Box not acceptable)

Plantation, Florida 33324  
(City/State/Zip)

FILED  
97 JUL 16 AM 8:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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.*

C T CORPORATION SYSTEM

  
(Signature)

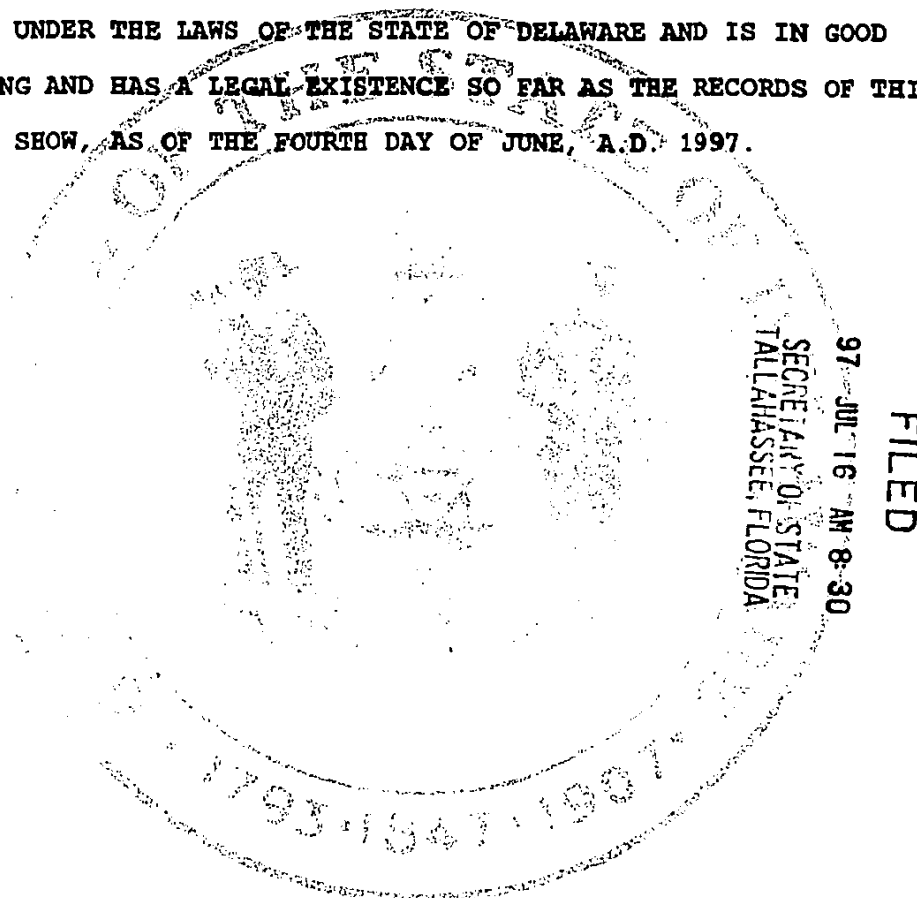
June 17, 1997  
(Date)

FILING FEE: \$ 35 for Designation of Registered Agent

State of Delaware  
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CDI COMPUTER DYNAMICS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF JUNE, A.D. 1997.



FILED

97 JUL 16 AM 8:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Edward J. Freel*

Edward J. Freel, Secretary of State

2568544 8300  
971178592

AUTHENTICATION: 8495999  
06-04-97  
DATE: