

F 00000005699

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

MJH

SUBJECT: Kx Systems, Inc.
(Name of corporation - must include suffix)

100003414781--8
-10/05/00--01052--004
*****78.75 *****78.75

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Janet Lustgarten
(Name of Person)

Kx Systems, Inc.
(Firm/Company)

2601 S. Bayshore Drive Suite 1215
(Address)

Coconut Grove, FL 33133
(City/State and Zip code)

For further information concerning this matter, please call:

Richard English CPA at (305) 259-4830
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT - 5 AM 9:49

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. Kx Systems, 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. 93-1213240 (FEI number, if applicable)

4. 4/17/96 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification (Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2601 S. Bayshore Drive Suite 1215 Coconut Grove, FL (Principal office address) 33133

As above (Current mailing address)

8. Any lawful business activity (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: Janet Lustgarten

Office Address: 2601 S. Bayshore Drive Ste. 1215 Coconut Grove, Florida 33133 (City) (Zip code)

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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.

X J. Lustgarten (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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Janet Lustgarten

Address: 2601 S. Bayshore Drive Suite 1215
Coconut Grove, FL 33133

Vice Chairman: Arthur Whitney

Address: 2601 S. Bayshore Drive Suite 1215
Coconut Grove, FL 33133

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Janet Lustgarten

Address: 2601 S. Bayshore Drive Suite 1215
Coconut Grove, FL 33133

Vice President: Arthur Whitney

Address: 2601 S. Bayshore Drive Suite 1215
Coconut Grove, FL 33133

Secretary: Janet Lustgarten

Address: As above

Treasurer: Arthur Whitney

Address: As above

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

13. X J. L.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Janet Lustgarten, Pres.
(Typed or printed name and capacity of person signing application)

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 "KX SYSTEMS, 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 TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 2000.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2605482 8300

AUTHENTICATION: 0704617

001486335

DATE: 09-28-00