

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

COMPUTER BASED TRAINING/USA, LTD.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ~~COMPUTER BASED TRAINING/USA, LTD.~~ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to ~~COMPUTER BASED TRAINING/USA, LTD.~~ to transact business in this State under the name ~~COMPUTER BASED TRAINING/USA, LTD.~~ and attach hereto a duplicate original of the Application for such Certificate.

Dated January 29, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
SECRETARY OF STATE
90 JAN 29 PM 2
To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in this State, and for that purpose submits the following statement:

1. The name of the corporation is Computer Based Training/USA, Ltd.

2. The name which it shall use in Idaho is Computer Based Training/USA, Ltd.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Maryland

4. The date of its incorporation is October 30, 1989 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is

Suite 950 10480 Little Patuxent Parkway Columbia MD 21041

6. The address to which correspondence should be addressed, if different from that in item 5.

P.O. Box 60 Sun Valley, Idaho 83353

7. The street address of its proposed registered office in Idaho is 470 Sun Valley Road Suite 202, Ketchum Idaho 83340, and the name of its proposed registered agent in Idaho at that address is H. Allen Luray

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

Distribution Nationwide of Training Software

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>H. Allen Luray</u>	<u>President</u>	<u>103 Defiance, Sun Valley ID 83353</u>
<u>Daniel Kemper</u>	<u>Exec. Vice Pres.</u>	<u>2964 California St. Apt 11 San Francisco CA 94115</u>
<u>Stephen Luray</u>		<u>8000 Valley Manor Rd. Apt 3C Owings Mills MD 21117</u>
<u>Cathryn Wild</u>	<u>Asst. Secretary</u>	<u>P.O. Box 4685 Ketchum, ID 83340</u>

(continued on reverse)

Name

Office

Address

- 10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: _____

Computer Based Training / USA, LTD
(Corporation Name)

By President Hill
Its President / Vice President (please specify)

and Asst Sec. - Kathryn Wild
Its Secretary / Assistant Secretary (please specify)

STATE OF _____)

) ss:

COUNTY OF _____)

I, MARILYN Lemmerman, a notary public, do hereby certify that on this 13th day of January, 19 90, personally appeared before me H. ALLEN LURAY, who being by me first duly sworn, declared that (s)he is the PRESIDENT of Computer Based Training / USA, LTD

that (s)he signed the foregoing document as _____ of the corporation and that the statements therein contained are true.

Marilyn Lemmerman
Notary Public my commission expires 7/1/90

STATE OF MARYLAND

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RECEIVED
SEC. OF STATE

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STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, G. J. FIELDS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT COMPUTER BASED TRAINING/USA, LTD. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 29TH DAY OF DECEMBER, 1989.



G. J. FIELDS
OFFICE SUPERVISOR II