

State of Idaho

Department of State

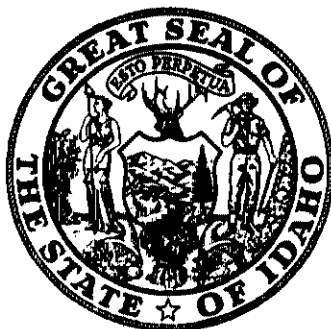
CERTIFICATE OF AUTHORITY OF

THE SAGE CORPORATION
dba SAGE TECHNICAL SERVICES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of THE SAGE CORPORATION 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 THE SAGE CORPORATION to transact business in this State under the name SAGE TECHNICAL SERVICES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: January 6, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Serge Delmar*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
SEC. OF STATE

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 your State, and for that purpose submits the following statement:

1. The name of the corporation is The Sage Corporation
2. The name which it shall use in Idaho is Sage Technical Services, Inc.
(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by Board of Directors resolution adopting assumed name in Idaho.)
3. It is incorporated under the laws of Pennsylvania
4. The date of its incorporation is August 28, 1989 and the period of its duration is continuous
5. The address of its principal office in the state or country under the laws of which it is incorporated is 245 East Lauer Lane, Camp Hill, PA 17011
6. The address to which correspondence should be addressed, if different from that in item 5.
Same as in #5.
7. The street address of its proposed registered office in Idaho is Suite 2, 120 Cameron Kellogg, Idaho 83837, and the name of its proposed registered agent in Idaho at that address is Mr. Lewis Grill
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
Educational and technical services.

(Continued on reverse)

Submit application and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE
19921218 0900 39857 2
CX #: 4357 CUST# 1
CORPORATIO 18 60.00= 60.00

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The SAGE Corporation

245 East Lauer Lane
Camp Hill, Pa 17011
(717) 761-3931
FAX (717) 975-3522

The names and respective addresses of The Sage Corporation directors and officers are:

Mr. Henry Scanlon 36%
Vice-President
211 Central Park West
Apt. 20J
New York, New York 10024
SS# 044-44-4946

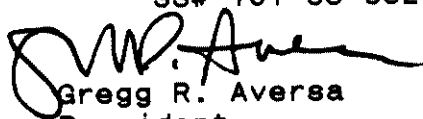
Tom Grill 36%
Secretary
180 East 79th Street
Apt. 9C
New York, New York 10021
SS# 189-34-3790

Judy Curiale 9%
Treasurer
285 Riverside Drive
Apt. 10A
New York, New York 10025
SS# 289-48-3492

Michael Stuckey 9%
Director
32 East 40th Street
New York, New York 10018
SS# 263-02-8935

Gregg R. Aversa 5%
President
245 East Lauer lane
Camp Hill, Pennsylvania 17011
SS# 161-26-3451

Lewis Grill 5%
Director
2623 Virginia Lane
Billings, Montana 59102
SS# 161-38-3826


Gregg R. Aversa
President
November 18, 1992

COMMONWEALTH OF PENNSYLVANIA

RECEIVED
SEC. OF STATE

92 DEC 18 AM 10 20



Department of State

November 13, 1992

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

"THE SAGE CORPORATION"

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.


Secretary of the Commonwealth

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RECEIVED
MINUTES OF BOARD OF DIRECTORS MEETING
SEC. OF STATE

93 JAN 6 AM 10 25
OF
THE SAGE CORPORATION

FRIDAY SEPTEMBER 15, 1989

A meeting of the Board of Directors of The Sage Corporation was held at the office of the Secretary to the Board at Carversville Road, Carversville, Pennsylvania on the fifteen day of September 1989 at 4:30 p.m. Directors in attendance at the meeting were Gregg R. Aversa, Tom Grill, Henry Scanlon, Micheal Stuckey, and Judy Yoshioka.

Mr. Aversa stated that this meeting will be a brief meeting and was called for the purpose of deciding under which name should the corporation file for a fictitious name when the name of Sage is not available for use by the Corporation in a particular state. After much discussion, upon motion duly made by Tom Grill and seconded by Henry Scanlon, the following resolution was unanimously adopted:


WHEREAS, it is deemed in the best interest of the Corporation to conduct business in the states of New York, New Jersey, Delaware, Maryland, Florida, California, Montana, and Wyoming;

Whereas, the name of Sage Corporation may not be available in one or more than one of these states;

NOW, THEREFORE, BE IT RESOLVED, that the corporation shall file with the appropriate state agency or agencies an Application for Registration of an Assumed Business Name in those states where the name, "The Sage Corporation" is not available for it's use.

BE IT FURTHER RESOLVED, that the application be made under the following name: Sage Technical Services, Inc. and that the Sage Corporation will do business in that state (or in those states) only under that assumed name and will carry out the original purposes as defined in the Articles of Incorporation of The Sage Corproation.

There being no further business to come before the meeting, the meeting was adjourned.



Gregg R. Aversa, Chairman/President



Tom Grill, Secretary