

State of Idaho

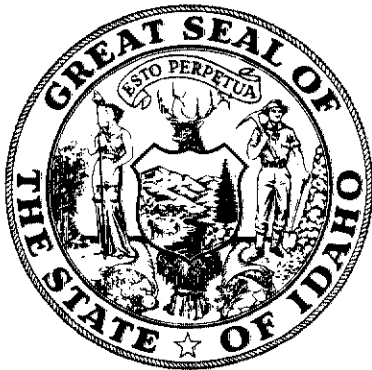
Department of State

CERTIFICATE OF AUTHORITY
OF
TDS HEALTHCARE SYSTEMS CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of an Application of _____
_____ 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 _____
_____ TDS HEALTHCARE SYSTEMS CORPORATION
to transact business in this State under the name _____
_____ and attach hereto a duplicate original of the Application
for such Certificate.

Dated September 21, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

Sandra Matthews

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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 TDS HEALTHCARE SYSTEMS CORPORATION

2. The name which it shall use in Idaho is _____

(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 Delaware

4. The date of its incorporation is April 4, 1986 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 c/o CORPORATION TRUST COMPANY Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801

6. The address to which correspondence should be addressed, if different from that in item 5. 5887 Glenridge Drive, N.E., Atlanta, Georgia 30328

7. The street address of its proposed registered office in Idaho is 300 North 6th Street Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: To market healthcare software systems as well as hardware and services and to engage in any and all activities necessary and related thereto.

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

Name	Office	Address
SEE ATTACHED		

(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: August 11, 1987

TDS HEALTHCARE SYSTEMS CORPORATION

(Corporation Name)

By T. David Price
Its President/Vice President (please specify)

and Deborah Morrison
Its Secretary/Assistant Secretary (please specify)

STATE OF GEORGIA)

COUNTY OF FULTON)

) ss:

I, Carol A. Boyer, a notary public, do hereby certify that on this 11th day of August, 19 87, personally appeared before me T. David Price, who being by me first duly sworn, declared that ~~he~~ is the Vice-President of TDS HEALTHCARE SYSTEMS CORPORATION

that ~~he~~ signed the foregoing document as Vice-President of the corporation and that the statements therein contained are true.

CAROL A. BOYER
Notary Public, Georgia, County of Cobb
Commission Expires July 23, 1991

Carol A. Boyer
Notary Public

OFFICERS OF TDS HEALTHCARE SYSTEMS CORPORATION

Glenn D. Crowe, Vice President
216 Hunting Ridge Road
Roanoke Rapids, North Carolina 27870

Martin J. Hewett, Vice President
721 Berry Avenue
Los Altos, California 94022

June P. Jordan, Vice President
8890 Carroll Manor Drive
Dunwoody, Georgia 30338

Barry Katz, Vice President
2950 Coles Way
Atlanta, Georgia 30360

Lawrence A. Krassner, Vice President
30 Pointe Ridge Drive
Atlanta, Georgia 30328

Deborah A. Mizzoni, Assistant Secretary
903 Hollyfax Circle
Atlanta, Georgia 30328

Gilbert G. Moser, Vice President
220 Harrison Avenue
Highland Park, New Jersey 08904

T. David Price, Vice President, General Counsel & Secretary
1970 Walthall Drive
Atlanta, Georgia 30318

Eugene Santa Cattarina, Vice President
8670 Lake Glen Court
Alpharetta, Georgia 30201

James R. Tapley, Vice President
10193 Miner Place
Cupertino, California 95014

Ronald L. White, Vice President, Chief Financial Officer & Treasurer
2362 Kingsgate Court
Dunwoody, Georgia 30338

John J. Whitehead, President
9445 Huntcliff Trace
Dunwoody, Georgia 30338

DIRECTORS OF TDS HEALTHCARE SYSTEMS CORPORATION

Melville H. Hodge
21238 Sarahills Drive
Saratoga, California 95070

Joseph A. Orlando
9 Quintard Avenue
Old Greenwich, Connecticut 06870

Edwin C. Whitehead
66 Vista Drive
Greenwich, Connecticut 06830

John J. Whitehead
9445 Huntcliff Trace
Dunwoody, Georgia 30338

State of Delaware

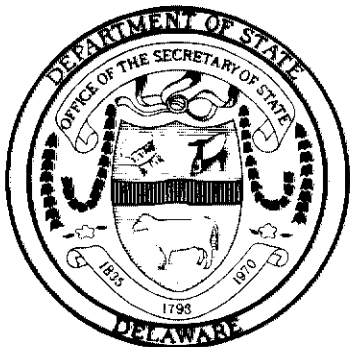


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Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY TDS HEALTHCARE SYSTEMS CORPORATION 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 DATE SHOWN BELOW.

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Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: 11382988

DATE: 09/02/1987