

# State of Idaho

Office of the Secretary of State

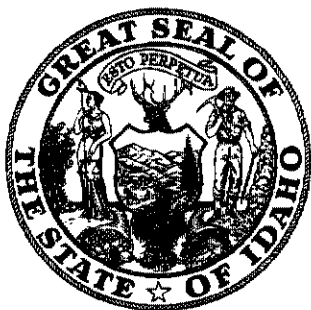
CERTIFICATE OF AUTHORITY  
OF

COMPUTER TASK GROUP, INCORPORATED  
File number C 128910

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority to transact business in this State, duly executed 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 transact business in this State attach hereto a duplicate of the Application for such Certificate.

Dated: May 17, 1999



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sonya Herold*

# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows:

- The name of the corporation is Computer Task Group, Incorporated
- The name which it shall use in Idaho is \_\_\_\_\_
- It is incorporated under the laws of New York State
- Its date of incorporation is March 11, 1966
- The address of its principal office is 800 Delaware Avenue  
Buffalo, New York 14209
- The address to which correspondence should be addressed, if different from item 5, is \_\_\_\_\_
- The street address of its registered office in Idaho is c/o C T Corporation System, 300 North 6th Street, Boise,  
Idaho 83702, and its registered agent in Idaho at that address is C T Corporation System

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

Name	Office	Address
<u>Gale S. Fitzgerald</u>	<u>President, CEO</u>	<u>800 Delaware Avenue</u>
<u>James R. Boldt</u>	<u>Vice President, CFO</u>	<u>800 Delaware Avenue</u>
<u>* see attached</u>	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: May 1, 1999

Computer Task Group, Incorporated  
(Corporation name)

By *Ruth A. Radtke*

Its Secretary and General Counsel  
(specify capacity of signer)

Customer Acct #:  
(if using pre-paid account)

SECRETARY OF STATE  
 05/18/1999 09:00  
 CK: 7016208 CT: 115665 BH: 217675  
 1 @ 100.00 = 100.00 AUTH PRO # 2  
 1 @ 20.00 = 20.00 EXPEDITE C # 3

g:\corpforms\CA.pmb Revised 7/97

# COMPUTER TASK GROUP, INCORPORATED

## BOARD OF DIRECTORS

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**George B. Beitzel**  
Retired Senior Vice President and Director  
IBM Corporation

**Richard L. Crandall**  
Chairman  
Comshare, Inc

**Gale S. Fitzgerald**  
Chairman and Chief Executive Officer  
Computer Task Group, Inc.

**Randolph A. Marks**  
Co-Founder  
Computer Task Group, Inc.  
Retired Chairman  
American Brass Company

**Barbara Z. Shattuck**  
Principal  
Shattuck Hammond Partners, Inc.

**Elliot R. Keith**  
Chairman and Chief Executive Officer  
Hercules, Inc.

# COMPUTER TASK GROUP, INCORPORATED

## OFFICERS

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**Gale S Fitzgerald**  
Chairman and Chief Executive Officer  
800 Delaware Avenue  
Buffalo, NY 14209

**Jonathan Asher**  
Vice President, Managed Services  
North America  
800 Delaware Avenue  
Buffalo, NY 14209

**James R. Boldt**  
Vice President, Finance and  
Chief Financial Officer  
800 Delaware Avenue  
Buffalo, NY 14209

**John Moore**  
Vice President, Strategic Staffing  
Services  
800 Delaware Avenue  
Buffalo, NY 14209

**Gary Gershon**  
Vice President, Marketing & Services  
800 Delaware Avenue  
Buffalo, NY 14209

**Janice Cole**  
Vice President, Career Development  
800 Delaware Avenue  
Buffalo, NY 14209

**Nico H. Molenaar**  
Vice President & Managing Director  
CTG Europe  
Neptunusstraat 20  
2132 JB HOOFFDORP  
The Netherlands  
31-23-5684100

State of New York } ss:  
Department of State

May 11 1968

I hereby certify, that the certificate of incorporation of COMPUTER TASK GROUP, INCORPORATED was filed on 03/11/1966, under the name of MARKS-BAER, INC., with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment MARKS-BAER, INC., changing name to COMPUTER TASK GROUP, INCORPORATED, was filed 11/01/1968.

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Witness my hand and the official seal of the Department of State at the City of Albany, this 06th day of May one thousand nine hundred and ninety-nine.

Special Deputy Secretary of State