



Department of State.

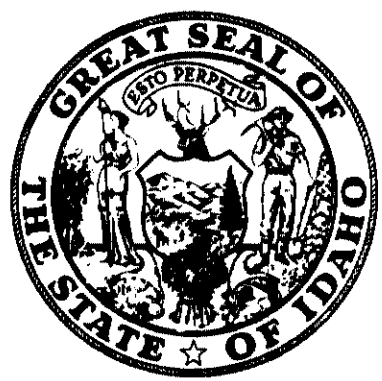
**CERTIFICATE OF AUTHORITY
OF**

~~COMPUTER TASK GROUP, INCORPORATED~~

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ~~COMPUTER TASK GROUP, INCORPORATED~~ 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 TASK GROUP, INCORPORATED~~ to transact business in this State under the name ~~COMPUTER TASK GROUP, INCORPORATED~~ and attach hereto a duplicate original of the Application for such Certificate.

Dated APRIL 22, 1991



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

APR 22 9 20 AM '91
SECRETARY OF STATE

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:

COMPUTER TASK GROUP, INCORPORATED

2. The name which it shall use in Idaho is: Computer Task Group, Incorporated

3. It is incorporated under the laws of: New York

4. The date of its incorporation is March 11th, 1966 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:
800 Delaware Avenue
Buffalo, NY 14209

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

7. The street address of its proposed registered office in Idaho is:
877 Main Street
Boise, Idaho 83702

and the name of its proposed registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.

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

To provide general services with respect to data processing equipment.

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

David N. Campbell Director, Chief Executive Officer & Chairman of the Board	41st St. Catherines Court Buffalo, NY 14209
John P. Courtney Director, Chief Operating Officer & President	South 5100 Lake Shore Road Hamburg, NY 14075
Randolph A. Marks Director	"Welcome" Porterville Road East Aurora, NY 14052
Paul W. Joy Director	879 River Road, Box 170 Youngstown, NY 14174
G. David Baer Director & Executive Vice President	Lands End Route 3, Box 998 Gloucester, VA 23061
Joseph G. Makowski Secretary	194 Huntington Avenue Buffalo, NY 14215
Clifford G. Baer Executive Vice President	2073 Carriage Hill Allison Park, PA 15101
Thomas A. Peca Senior Vice President	30 Brompton Circle Williamsville, NY 14221
Richard W. Trautman Senior Vice President	1700 Withmere Way Dunwoody, GA 30338
Samuel D. Horgan Vice President and Chief Financial Officer	6 Timberlake Drive Orchard Park, NY 14127
Robert M. Stephenson Director	70 Branchville Road Ridgefield, CT 06877
Victor E. Millar Director	7270 Evans Mill Road McLean, VA 22010
Stephen E. Hoffman Sr. Vice President Marketing & Sales	41 Middlebury Road Orchard Park, NY 14127
Michael W. Ricciardelli Vice President Northeast Region	48 Laurelwood Drive Hopedale, MA 01747

Paul M. Fjelsted
Vice President
Specialty Groups

11908 Aspenwald Drive
Raleigh, NC 27614

Gerald M. Selzer
Senior Vice President
Western Region

1401 Tiffany Forest Lane
Grapevine, TX 76051

Paul R. Hessinger
Vice President
Research & Technology

160 Pullman Trail
Roswell, GA 30075

James P. Joyce
Vice President
IBM National Account

10161 Pineledge Drive South
Clarence, NY 14031

John A. Lozan
Vice President
Corporate Projects

62 Knob Hill Road
Orchard Park, NY 14127

John E. Nale, Jr.
Vice President
Southeast Region

4920 Hampton Lake Drive
Marietta, GA 30067

Philip F. Paul, Jr.
Vice President
Business Development

86 Brandywine
Williamsville, NY 14221

Duane J. Ring
Vice President
Midwest Region

6920 Miami Bluff Drive
Cincinnati, OH 45277

Maureen Waindle
Vice President
Human Resources

3277 Embry Downs Court
Atlanta, GA 30340

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: April 9, 1991

COMPUTER TASK GROUP, INCORPORATED
(Corporation Name)

By 
John P. Courtney, President

and 
Joseph G. Makowski, Secretary

STATE OF *New York*

) ss:

COUNTY OF *Eric*

I *Linda Williams*, a notary public, do hereby certify that on this *9th* day of *April* 1991, before me personally appeared John P. Courtney COMPUTER TASK GROUP, INCORPORATED, who being by me first duly sworn, declared that he/~~she~~ is the President of COMPUTER TASK GROUP, INCORPORATED, that he/~~she~~ signed the foregoing document as President of the corporation and that the statements therein contained are true.

Linda Williams

Notary Public

LINDA A. WILLIAMS
Notary Public, State of New York
Qualified in Erie County
My Commission Expires July 9, 1992

**APPLICATION FOR CERTIFICATE OF AUTHORITY
OF
COMPUTER TASK GROUP, INCORPORATED**

**CORPORATE FILING SERVICE - REF # C3774-822438
500 CENTRAL AVENUE
ALBANY, NY 12206**

State of New York }
Department of State } SS:

Hereby Certify, that I have made diligent examination of the index of corporation papers filed in this Department for a certificate, order or record of a dissolution of

COMPUTER TASK GROUP, INCORPORATED

the certificate of incorporation of which corporation was filed March 11, 1966, under the name of MARKS-BAER, INC., and which filed a Certificate changing name of which was filed November 1, 1968, and which filed a Restated Certificate of Incorporation on September 30, 1986.

I further certify that I find the following amendments since the filing of the Restated Certificate of Incorporation:

Certificate of Merger of
DATAWARE, INC.
with
COMPUTER TASK GROUP, INCORPORATED
Filed December 30, 1987

Certificate of Amendment of
Certificate of Incorporation
Filed May 25, 1988

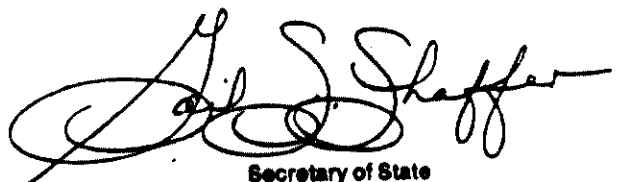
Certificate of Amendment of
Certificate of Incorporation
Filed January 23, 1989

Certificate of Correction
Filed June 12, 1989

Certificate of Amendment of
Certificate of Incorporation
Filed June 26, 1989

and that upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal of the
Department of State at the City of
Albany, this 2nd day
of April one thousand
nine hundred and ninety-one


Secretary of State