State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY

OF

CAP GEMINI AMERICA, INC.

File Number C 135891

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is 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 and attach hereto a duplicate of the application for such certificate.

Dated: October 11, 2000



Pet / Centruse
SECRETARY OF STATE

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

То	(Instructions on Back of Application) the Secretary of State of Idaho:
	The undersigned Corporation applies for a Certificate of Authority and states as follows:
1.	The name of the corporation isCap_Gemini America, Inc.
	<u> </u>
2.	The name which it shall use in Idaho is Cap Gemini America, Inc.
3.	It is incorporated under the laws of New Jersey
4.	Its date of incorporation is12/18/84
5.	The address of its principal office is _1114 Avenue of the Americas
	New York, NY 10036
6.	The address to which correspondence should be addressed, if different from item 5, is
7.	The street address of its registered office in Idaho is 1401 Shoreline Drive, Boise, Idaho 83702 , and its registered agent in Idaho at that address is Corporation Service Company
8.	The names and respective business addresses of its directors and officers are:
	Name Office Address
	See attached officers/directors rider
	Dated: October2, 2000
	Cap Gemini America, Inc. (fusing pre-paid account) (fusing pre-paid account)
	By (Corporation name) (Co
	4 8 488 58 486 58 AUTH TOO E C
	Ken Swarbrick Ren Swarbrick 1
	Its President

(specify capacity of signer)

CAP GEMINI AMERICA, INC. AS OF OCTOBER 1, 2000 **OFFICERS & DIRECTORS**

Oct 11 1 30 PH OD

OFFICERS

TITLE/BUSINESS ADDRESS

KENNETH SWARBRICK

PRESIDENT & CHIEF OPERATING OFFICER

1114 AVENUE OF THE AMERICAS

NEW YORK, NY 10036

DAVID ZARFES

SECRETARY

1114 AVENUE OF THE AMERICAS

NEW YORK, NY 10036

FRANK BRYDZINSKI

TREASURER

1114 AVENUE OF THE AMERICAS

NEW YORK, NY 10036

EVE B. BOLKIN

ASSISTANT SECRETARY

1114 AVENUE OF THE AMERICAS

NEW YORK, NY 10036

ROB COWELL

TAX OFFICER

1114 AVENUE OF THE AMERICAS

NEW YORK, NY 10036

DIRECTORS

TITLE/BUSINESS ADDRESS

PIERRE HESSLER

11 RUE DE TILSITT PLACE DE L'ETOILE 75017 PARIS, FRANCE

MICHEL JALABERT

11 RUE DE TILSITT PLACE DE L'ETOILE 75017 PARIS, FRANCE

SERGE KAMPF

11 RUE DE TILSITT PLACE DE L'ETOILE 75017 PARIS, FRANCE

ERNEST-ANTOINE SEILLIERE

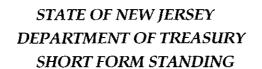
11 RUE DE TILSITT PLACE DE L'ETOILE 75017 PARIS, FRANCE

ERIC GEOFFREY UNWIN

130 SHAFTESBURY AVE

LONDON SIV 8HH

U.K.



CAP GEMINI AMERICA, INC.
With the Previous or Alternate Name
CAP GEMINI ERNST & YOUNG U.S.

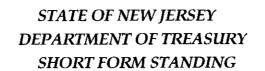
I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Profit Corporation was registered by this office on December 18, 1984.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

I further certify that the registered agent and registered office are:

Corporation Service Company 830 Bear Tavern Rd Trenton, NJ 08628

Continued on next page . . .



CAP GEMINI AMERICA, INC.
With the Previous or Alternate Name
CAP GEMINI ERNST & YOUNG U.S.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal at Trenton, this 6th day of October, 2000

Rdom & MM ALLOWS

Roland M Machold Treasurer