Filing Fee: \$150.00

License Fee: \$15.00 minimum (7-1.1-124)

ID Number:

11011



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Steet
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY (To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

Sta	iteme	III.							
1.	The name of the corporation is Rt. 1 Solutions, Inc.								
2.	lt is ii	It is incorporated under the laws of Delaware							
3.	The	name, if different, which it elects to use in Rhode Island is:							
	(a)	ncorporation does not contain the word "corporation," "company," then list the name of the corporation with the addition of one of the							
	(b)	(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:							
4.	The date of its incorporation is September 28, 1999 and the period of its duration is Perpetual								
5	The	The address of its principal office in the state or country under the laws of which it is incorporated is							
٠.	c/o Corporation Service Company, 1013 Centre Road, Wilmington, DE 19805								
_									
٥.	The address of its proposed registered office in Rhode Island is 170 Westminster Street, Suite 900 (Street Address, not P.O. Box)								
		Prov	idence RI 029	03	and the name of its proposed registered agent in R. hode Island at				
		(City/T		(Zip Code)					
	that	address is Cor	poration Service Company	1					
	(Name of Agent)								
7.	The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:								
	Provide network consulting services. To engage in any lawful act or activity for which								
	cop	coporations may be organized to do business under the laws of							
R	The	names and resn	active addresses of the director	s and offic	cars are.				
Ο.	 The names and respective addresses of the directors and off <u>Name</u> 				<u>Address</u>				
	D	irector	See attached officers	s/direc	tors rider				
	D	irector							
		resident							
	٧	ice President							
	T	reasurer		11.					
	S	ecretary			FILED				
Form No. 150				•	FEB 0 9 2000				

•	The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:							
	Number of Shares 25,000,000	<u>Class</u> Common	<u>Series</u>	Par Value or Statement that Shares are without Par Value \$.08				
10.	The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:							
	Number of Shares 3,000,000	<u>Class</u> Common	<u>Series</u>	Par Value or Statement that Shares are without Par Value \$.08				
11.	(a) An estimate of the value of \$ 20,000	all property to be own	ned by the corporation f	for the following year, wherever located, is				
	(b) An estimate of the value of \$ 0	the corporation's prope	rty to be located within	Rhode Island during the following year is				
	(c) An estimate, expressed as a plocated within this state during following year, wherever located	the following year bears	to the value of all proper	value of the property of the corporation to be ty of the corporation to be owned during the ultiply by 100 to obtain the percentage".				
12.	(a) An estimate of the gross are \$ 15,000,000	nount of business to b	e transacted by the co	orporation during the following year is				
	(b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 0							
	corporation at or from places o	f business in this state of	during the following year	mount of business to be transacted by the bears to the gross amount thereof which will divide (b) by (a) and multiply by 100 to obtain				
13.	This application is accompanied by by the secretary of state or other at			d all amendments thereto, duly authenticated ion.				
Dat	10: Fabrumery 2, 200)O <u>:</u>	11/11/100	e of Corporation Making Application Ralph S. Troupe				
			President or	Vice President (check one) AND Judith M. O'Brien				
		t	Secretary or	Assistant Secretary (check one)				
ST	TATE OF CALIFORNIA DUNTY OF SANTA CI-	area						
is t	In PAIO AITO, CA fore me Ralph S. Troupe the President ch officer of the corporation, and t	of t	he corporation and that	y me first duly swom, declared that he/she he/she signed the foregoing document as				
-"	SHARI LUNSFORD Commission # 110647 Notary Public — Califor Santa Clara County	no s	Notary Public	s: July 25, 2000				

OFFICERS/DIRECTORS RIDER

RI-Application for Certificate of Authority -Original/Duplicate

Rt. 1 Solutions, Inc.

List of Officers

Name: Ralph S. Troupe

Title: President & COO

Bus. Addr.: c/o Rt. 1 Solutions, Inc. 303 Twin Dolphin Drive, #600, Redwood City,

CA 94065

Name:

Judith M. O'Brien

Title: Secretary

Bus. Addr.: 650 Page Mill Road, Palo Alto, CA 94304

List of Directors

Name: Doug Leone

Term: Sep 28, 2000

Bus. Addr.:

c/o Rt. 1 Solutions, inc. 303 Twin Dolphin Drive, #600, Redwood City,

CA 94065

Name:

Ralph S. Troupe

Term: Sep 28, 2000

Bus. Addr.:

c/o Rt. 1 Solutions, Inc. 303 Twin Dolphin Drive, #600, Redwood City,

CA 94025