

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-11-124)

Corporate ID _____

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF
LOCKHEED DATACOM CORPORATION**

To the Secretary of State
of the State of Rhode Island

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Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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:

FIRST: The name of the corporation is
LOCKHEED DATACOM CORPORATION

SECOND: The name which it elects to use in Rhode Island is
LOCKHEED DATACOM CORPORATION

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of New York

FOURTH: The date of its incorporation is May 16, 1963 and the period
of its duration is perpetual.

FIFTH: The address of its principal office in the state or country under the laws of
which it is incorporated is Spine Building, Level C, Old Saw Mill River Road,
Tarrytown, New York 10591

SIXTH: The address of its proposed registered office in Rhode Island is, Suite 3A,
101 Dyer Street, Providence 02903 and the name of its proposed registered agent in
Rhode Island at that address is The Prentice-Hall Corporation System, Inc.

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of
business in Rhode Island are to collect backlog parking tickets for
municipalities in Rhode Island.

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
See attached list.	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

NINTH: 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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
15,100,000	Common		\$.01

TENTH: 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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1,000	Preferred		\$1.00

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ n/a We do not own property in Rhode Island

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ n/a

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 250,000.

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 250,000

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated Jan 4, 1989

Lockheed Datacom Corporation
[Exact Corporate Name of Corporation Making Application]

By [Signature] Its Exec. Vice President Steven H. Lipsitz
and [Signature] Robert F. Downing
Its Secretary

STATE OF New Jersey }
COUNTY OF Bergen } Sc.

At Teaneck, New Jersey in said County on the 4th day
of January 19 89, before me personally appeared Steven H. Lipsitz
and Robert F. Downing who being by me first duly sworn, declared that
they are Executive Vice President and Secretary of Lockheed Datacom Corporation,
he is the 1 officer of the
that he signed the foregoing document as such
corporation, and that the statements therein contained are true.

[Signature]
Notary Public

(NOTARIAL SEAL)

KAREN L. SCHAUER
A Notary Public of New Jersey
My Commission Expires March 10, 1991

DATAKOM SYSTEMS CORPORATION

OFFICERS

JOHN BROPHY, President
Glenpointe Centre East
Teaneck, New Jersey 07666

ROBERT F. DOWNING, Secretary & General Counsel
Glenpointe Centre East
Teaneck, New Jersey 07666

STEVEN H. LIPSITZ, Executive Vice President
Glenpointe Centre East
Teaneck, New Jersey 07666

JOHN J. MCCAREY, Chief Financial Officer
Glenpointe Centre East
Teaneck, New Jersey 07666

ROBERT J. SARGENTI, Executive Vice President
Glenpointe Centre East
Teaneck, New Jersey 07666

DATAKOM SYSTEMS CORPORATION

DIRECTORS

JOHN BROPHY
Datacom Systems Corporation
Glenpointe Centre East
Teaneck, New Jersey 07666

MICHAEL DeNEAL
Lockheed Corporation
4500 Park Granada Boulevard
Calabasas, California 91399

STEVEN H. LIPSITZ
Datacom Systems Corporation
Glenpointe Centre East
Teaneck, New Jersey 07666

ROBERT J. SARGENTI
Datacom Systems Corporation
Glenpointe Centre East
Teaneck, New Jersey 07666

RICHARD W. TAYLOR
Lockheed Corporation
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Calabasas, California 91399

JOSEPH W. TWOMEY
Lockheed Corporation
4500 Park Granada Boulevard
Calabasas, California 91399

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.

JAN 9 11 46 AM '89

State of New York }
Department of State } ss:

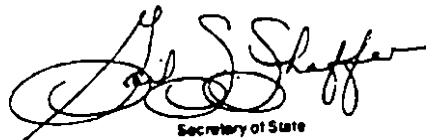
I Hereby Certify, *that I have made diligent examination of the index of corporation papers filed in this Department for a certificate, order or record of a dissolution of*

LOCKHEED DATACOM CORPORATION

the certificate of incorporation of which corporation was filed May 16, under the name of DATACOM SYSTEMS CORPORATION, fixing the duration as perpetual, and certificate changing name of which was filed December 21, 1988.

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 20th day of January, one thousand nine hundred and eighty-nine*


Secretary of State