

Filing Fee: \$150.00  
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 112039



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

**BUSINESS CORPORATION**

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

RECEIVED  
SECRETARY OF STATE  
CORPORATIONS DIVISION  
APR 14 10 52 AM '00

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:

1. The name of the corporation is United Solutions Inc.
2. It is incorporated under the laws of Massachusetts
3. The name, if different, which it elects to use in Rhode Island is:
  - (a) *If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:*
  - (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 12, 1985 and the period of its duration is until dissolved
5. The address of its principal office in the state or country under the laws of which it is incorporated is 28 Lord Road., Suite 230, Marlboro, MA 01752
6. The address of its proposed registered office in Rhode Island is CT Corporation System, 10 Weybosset St. Providence 02903 (Street Address, not P O Box)  
(City/Town) Providence RI (Zip Code) 02903 and the name of its proposed registered agent in Rhode Island at that address is CT Corporation System (Name of Agent)
7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:  
Computer software sales and support
8. The names and respective addresses of the directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	<u>Steven A. Wasielewski</u>	<u>20 Lord Rd., Suite 230, Marlboro, MA 01752</u>
Director	<u>Gregory A. Kirshe</u>	<u>20 Lord Rd., Suite 230, Marlboro, MA 01752</u>
President	<u>Steven A. Wasielewski</u>	<u>20 Lord Rd., Suite 230, Marlboro, MA 01752</u>
Vice President	<u>Gregory A. Kirshe</u>	<u>20 Lord Rd., Suite 230, Marlboro, MA 01752</u>
Treasurer	<u>Gregory A. Kirshe</u>	<u>20 Lord Rd., Suite 230, Marlboro, MA 01752</u>
Secretary	<u>Steven A. Wasielewski</u>	<u>20 Lord Rd., Suite 230, Marlboro, MA 01752</u>

9. 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	Class	Series	Par Value or Statement that Shares are without Par Value
12,500	--	--	No par value

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	Class	Series	Par Value or Statement that Shares are without Par Value
50	--	--	No par value

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 175,000.00

(b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0

(c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0%. [divide (b) by (a) and multiply by 100 to obtain the percentage].

12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 5 million

(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 \$ \$500,000

(c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 10% [divide (b) by (a) and multiply by 100 to obtain the percentage].

13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: 4-11-00

**FILED**

APR 14 2000

By [Signature]

United Solutions, Inc.

Print Exact Name of Corporation Making Application

By [Signature]  
 President or  Vice President (check one)

By [Signature] <sup>AND</sup>  
 Secretary or  Assistant Secretary (check one)

STATE OF Massachusetts  
 COUNTY OF Middlesex

In Marlborough, on this 11 day of April, 2000, personally appeared before me Robert Caratta who, being by me first duly sworn, declared that he/she is the Secretary of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

Gregory Kirzke

Notary Public  
 My Commission Expires: 7-12-2000

Robert Caratta

# Fee Calculations for Certificate of Authority FOREIGN BUSINESS

CORP ID# \_\_\_\_\_

NAME OF CORPORATION UNITED SOLUTIONS, INC.

CONTACT \_\_\_\_\_ Phone \_\_\_\_\_

ADDRESS \_\_\_\_\_

ADDRESS \_\_\_\_\_

CITY \_\_\_\_\_ STATE \_\_\_\_\_ ZIP \_\_\_\_\_

Total number of authorized shares currently of record: 12,500

Current Asset Assessment 0.096618357

**Foreign Corporations Only**

11(a) \$175,000.00  
estimate of all property wherever locat

11(b) \$0.00  
Estimate of all property within R.I.

12(a) \$5,000,000.00  
Gross amount of business wherever

12(b) \$500,000.00  
Gross amount of business in R.I.

LICENSE FEE \$15.00

FILING FEE \$150.00

TOTAL FEE \$165.00

All totals are "estimates". "Property" is defined as an item (owned by the corporation) that can be appraised for value or an estimate of all tangible assets.

Comments

---

227207

FEB 24 12 P 33

CORPORATION DIVISION

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION

GENERAL LAWS, CHAPTER 156B, SECTION 12

I hereby certify that, upon an examination of the within-written articles of organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles, and the filing fee in the amount of \$150.00 having been paid, said articles are deemed to have been filed with me this 12th day of February 1968

Effective date

A TRUE COPY ATTEST:

*William Francis Galvin*  
WILLIAM FRANCIS GALVIN  
SECRETARY OF THE COMMONWEALTH

DATE 3/23/68 CLERK *[Signature]*

*Michael Joseph Connolly*  
MICHAEL JOSEPH CONNOLLY  
Secretary of State

PHOTO COPY OF ARTICLES OF ORGANIZATION TO BE SENT TO BE FILLED IN BY CORPORATION

TO:

.....Richard A. Gordon, Esquire.....  
.....763. Massachusetts Avenue.....  
.....Cambridge, MA 02139.....  
Telephone 617-661-6420.....

FILING FEE: 1/20 of 1% of the total amount of the authorized capital stock with par value, and one cent a share for all authorized shares without par value, but not less than \$1.50 General Laws, Chapter 156B. Shares of stock with a par value less than one dollar shall be deemed to have par value of one dollar per share.

Copy Mailed