

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

68572

APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF

TSM CORPORATION

To the Secretary of State
of the State of Rhode Island

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
TSM CORPORATION

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

(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 Tennessee

FOURTH: The date of its incorporation is 11/24/78 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 5705 Stage Rd., Ste. 240, Bartlett, TN 38134

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, R. I. 02903 and the name of its proposed registered agent in Rhode Island at that address is C T CORPORATION SYSTEM

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

Provide technical training publications and services.

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

<u>Name</u>	<u>Office</u>	<u>Address</u>
Robert W. Green	Director	5705 Stage Rd. #240, Bartlett, TN 38134
Jay R. Nelson	Director	5705 Stage Rd. #240, Bartlett, TN 38134
Levonne F. Nelson	Director	5705 Stage Rd. #240, Bartlett, TN 38134
Linda R. Green	Director	5705 Stage Rd. #240, Bartlett, TN 38134
Ruth C. Tutor	Director	5705 Stage Rd. #240, Bartlett, TN 38134
Robert W. Green	President	5705 Stage Rd. #240, Bartlett, TN 38134
Jay R. Nelson	Vice President	5705 Stage Rd. #240, Bartlett, TN 38134
Linda R. Green	Secretary	5705 Stage Rd. #240, Bartlett, TN 38134
Robert W. Green	Treasurer	5705 Stage Rd. #240, Bartlett, TN 38134
Russell D. Ridley	Vice President	5705 Stage Rd. #240, Bartlett, TN 38134

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>
6,000	Common	--	Without par value

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>
6,000	Common	-	Without par value

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 285,309.00

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 0-

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 6,000,000.00

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 \$ 150,000.00

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 June 2, 1992

TSM CORPORATION
[Exact Corporate Name of Corporation Making Application]

By Robert W. Green
Its President Robert W. Green
and Linda R. Green
Its Secretary Linda R. Green
Secretary

STATE OF Tennessee }
COUNTY OF Shelby } Sc.

At Memphis in said County on the 2nd day
of June 1992, before me personally appeared
Robert W. Green, who being by me first duly sworn, declared that
he is the President of TSM CORPORATION,
that he signed the foregoing document as such President of the
corporation, and that the statements therein contained are true.

Linda R. Green
Notary Public

(NOTARIAL SEAL)

My Commission Expires Dec. 21, 1992

RECEIVED
SECRETARY OF STATE
COMM.

JUN 8 2 17 PM '92

8/15/92

Rec'd & Filed JUN 8 1992

Secretary of State
Corporations Section

James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306

ISSUANCE DATE: 05/05/1992
REQUEST NUMBER: 2453-0243A

CHARTER/QUALIFICATION DATE: 11/24/1978
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0059721
JURISDICTION: TENNESSEE

TO:
WALT DYER & JAMES
EDWARD J FOSTER
50 N FRONT ST
MEMPHIS, TN 38103

REQUESTED BY:
WALT DYER & JAMES
EDWARD J FOSTER
50 N FRONT ST
MEMPHIS, TN 38103

I, BRYANT MILLSAPS, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT
"TSM CORPORATION"

WAS INCORPORATED OR QUALIFIED TO DO BUSINESS IN THE STATE OF TENNESSEE ON THE
ABOVE DATE, AND THAT THE ATTACHED DOCUMENT(S) WAS/WERE FILED IN OFFICE ON THE
DATE(S) AS BELOW INDICATED:

REFERENCE NUMBER	DATE-FILED	FILING TYPE	FIELD CHANGED
044 00451	11/24/78	CHART-PROFIT	
230 00816	08/31/81	AMEND-CHARTER	STOCK
314 00499	09/01/82	AMEND-CHARTER	PRINCIPAL ADDRESS
490 00441	08/10/84	AMEND-CHARTER	NAME

FOR: REQUEST FOR COPIES

ON DATE: 05/05/92

FROM:
WALT DYER & JAMES (50 N FRONT ST/MEMPHIS
50 N FRONT ST S-800
MORGAN KEEGAN TOWER
MEMPHIS, TN 38103-0000

	FEE	TAX
RECEIVED:	\$30.00	\$30.00
TOTAL PAYMENT:		\$60.00
RECEIPT NUMBER:	00001357292	
ACCOUNT NUMBER:	00000354	



Bryant Millsaps

BRYANT MILLSAPS
SECRETARY OF STATE