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DONETTA DAVIDSON
COLORADO SECRETARY OF STATE

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SECRETARY OF STATE

02-02-2001 11:59:01

APPLICATION FOR AUTHORITY

Pursuant to the provisions of the Colorado Business Corporation Act, the undersigned corporation hereby applies for Authority to transact business in Colorado, and for that purpose submits the following statement:

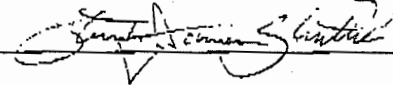
FIRST: The name of the corporation is: **Cian Systems, Inc.**

SECOND: It is incorporated under the laws of: **Delaware.**

THIRD: The date of its incorporation is **January 18, 2001.** The period of duration is **perpetual.**

FOURTH: The street address of its principal office is: **4450 Arapahoe Ave., Suite 100, Boulder, Colorado 80303-9102.**

FIFTH: The street address of its proposed registered office in Colorado is **4450 Arapahoe Ave., Suite 100, Boulder, Colorado 80303-9102,** and the name of its proposed registered agent in Colorado at that address is **Steven J. Shattil.**

Signature of Registered Agent 

SIXTH: Date Business commenced or expects to commence transacting business in this state: **February 1, 2001.**

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

OFFICE	NAME	BUSINESS ADDRESS
President	Arnold Alagar	4450 Arapahoe Ave., Suite 100, Boulder, Colorado 80303-9102
Vice Pres.	Steven J. Shattil	4450 Arapahoe Ave., Suite 100, Boulder, Colorado 80303-9102
Secy	Steven J. Shattil	4450 Arapahoe Ave., Suite 100, Boulder, Colorado 80303-9102
Treas	Arnold Alagar	4450 Arapahoe Ave., Suite 100, Boulder, Colorado 80303-9102
Director	Arnold Alagar	4450 Arapahoe Ave., Suite 100, Boulder, Colorado 80303-9102
Director	Steven J. Shattil	4450 Arapahoe Ave., Suite 100, Boulder, Colorado 80303-9102

EIGHTH: This application is accompanied by a certificate of Good Standing from the state of Delaware

CIAN SYSTEMS, INC.

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CIAN SYSTEMS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF JANUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 0938677

DATE: 01-26-01