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CANTLEY & HANGER, L.L.P.

ATTORNEYS AT LAW

Stacey Stephenson
Legal Assistant
Direct Dial (817) 878-6007

February 7, 2000

VIA FEDERAL EXPRESS

Mr. Bart Carmichael
President
iTRADEx Network, Inc.
3810 Inverrary Boulevard, Suite 405
Lauderhill, Florida 33319

Re: Application by Foreign Corporation for Authorization to Transact Business in Florida

700003129457--5
-02/09/00--01057--003
*****78.75 *****78.75

Dr. Mr. Carmichael:

Please find enclosed an Application by iTRADEx Network, Inc., a Delaware corporation, to transact business in Florida. As registered agent for this corporation, your signature is required at Item #10 on the Application. I have also included a Certificate of Good Standing from Delaware for iTRADEx and a check in the amount of \$78.75, representing the filing fee.

After signing where indicated, please forward this package via Federal Express to the Florida Division of Corporations for filing. The delivery address is:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FEB - 9 PM 12:43

Name	alister
Availability	occ
Document Examiner	DCC
Updater	occ
Updater Verifier	DCC
Enclosures Acknowledgement	DCC
cc.	Tate E. Kelly
W. P. Verfyer	A. Lee Thurburn
	W Douglas Bailey, Firm

Thank you for your assistance, and please call me at the number given above if you have any questions.

Sincerely,
Stacey Stephenson
Stacey Stephenson
Legal Assistant

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GADBAILEYiTRADEx Letters 2000
2100 BURNETT PLAZA 801 CHERRY STREET FORT WORTH, TEXAS 76102
METRO 817/429-3815 TELEX 75-8631 FAX 817/877-2807

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. iTRADEx Network, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 75-2837103
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. August 20, 1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 26, 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 4511 Ridgehaven
Fort Worth, Texas 76116
(Current mailing address)

8. To engage in any lawful activity for which corporations may be organized under Florida law.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

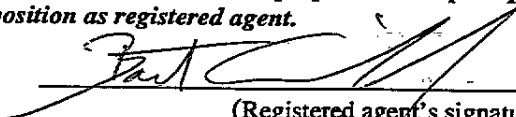
Name: Bart Carmichael

Office Address: 3810 Inverrary Boulevard, Suite 405
Lauderhill, Florida, 33319
(Zip code)

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10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: A. Lee Thurburn

Address: 4511 Ridgheaven, Fort Worth, Texas 76116

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Bart Carmichael

Address: 3810 Inverrary Boulevard, Suite 405
Lauderhill, Florida 33319

Vice President: _____

Address: _____

Secretary: Bart Carmichael

Address: 3810 Inverrary Boulevard, Suite 405
Lauderhill, Florida 33319

Treasurer: A. Lee Thurburn

Address: 4511 Ridgheaven

Fort Worth, Texas 76116

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. A. Lee Thurburn, Chairman
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ITRADEX NETWORK, 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 FOURTH DAY OF FEBRUARY, A.D. 2000.

FILE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB -9 PM 12:43



Handwritten signature of Edward J. Freel in cursive script.

Edward J. Freel, Secretary of State

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001050644

AUTHENTICATION: 0239142

DATE: 02-04-00