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ACCOUNT NO. : 072100000032  
REFERENCE : 610807 4303929  
AUTHORIZATION : *Patricia Pizito*  
COST LIMIT : \$ 78.75

ORDER DATE : March 3, 2000  
ORDER TIME : 9:43 AM  
ORDER NO. : 610807-005  
CUSTOMER NO: 4303929

100003162031--2

CUSTOMER: Ms. Stephanie C. Johnson  
Greenberg Traurig, P.a.  
1221 Brickell Avenue  
21st Floor  
Miami, FL 33131

FOREIGN FILINGS

NAME: HUMAN INTERACTIVE TECHNOLOGIES  
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

RECEIVED  
 00 MAR - 8 AM 10: 34  
 DEPARTMENT OF STATE  
 DIVISION OF CORPORATIONS  
 TALLAHASSEE, FLORIDA  
 FILED  
 00 MAR - 8 PM 12: 56  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
*WR*  
*3/8*

*5p4*

**APPLICATION BY FOREIGN CORPORATION FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

In compliance with §607.1503, FLORIDA STATUTES, the following is submitted to Register a FOREIGN CORPORATION TO TRANSACT BUSINESS in the State of Florida:

1. HUMAN INTERACTIVE TECHNOLOGIES INC.  
(Name of Corporation adding the word "INCORPORATED", "COMPANY" OR "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  
(State or Country under the law of which is incorporated)
3. APPLIED FOR  
(F.E.I Number, if applicable)
4. JUNE 11, 1999  
(Date of Incorporation)
5. PERPETUAL  
(Duration: Year corporation will cease to exist or "Perpetual")
6. UPON FILING  
(Date first transacted business in Florida. (See §607.1501, 607.1502, and §817.155 F.S.)
7. 100 EAST LINTON BOULEVARD, SUITE 500A, DELRAY BEACH, FLORIDA 33483  
(Current Mailing Address; please include city, state & zip code)
8. ANY LAWFUL BUSINESS  
(Purpose(s) of corporation authorized in home State or Country to be carried out in the State of Florida.)
9. **NAME AND STREET ADDRESS OF FLORIDA REGISTERED AGENT:**  
Name: CORPORATION SERVICE COMPANY  
Office Address: 1201 HAYS STREET  
TALLAHASSEE, FLORIDA 32301-2607  
(Zip Code)

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TALLAHASSEE FLORIDA

**10. REGISTERED AGENT'S ACCEPTANCE:** Having been named as the 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.

Deborah D. Skipper  
Registered Agent's Signature

Deborah D. Skipper  
as its agent

Date: March 3, 2000

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of

this application to the Florida Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of the state or country in which it is incorporated.

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12. NAME OF DIRECTORS and/or OFFICERS:

A. DIRECTOR:

Director: SHEPARD ALSTER

Address: 100 EAST LINTON BOULEVARD, SUITE 500A, DELRAY BEACH, FLORIDA 33483

B. OFFICERS:

President: SHEPARD ALSTER

Address: 100 EAST LINTON BOULEVARD, SUITE 500A, DELRAY BEACH, FLORIDA 33483

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

13. 

(Signature of Chairman, Vice Chairman, or any Officer listed in #12)

Date: February 24, 2000.

14. Shep Alster, Chief Executive Officer

(Print or type Name and Title of person signing this application)

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HUMAN INTERACTIVE TECHNOLOGIES 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 SEVENTH DAY OF MARCH, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HUMAN INTERACTIVE TECHNOLOGIES INC." WAS INCORPORATED ON THE ELEVENTH DAY OF JUNE, A.D. 1999.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0299254

DATE: 03-07-00