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CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

\_\_\_\_\_

\_\_\_\_\_

SoftNet Zone, Inc.

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\_\_\_\_\_

\_\_\_\_\_

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<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
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Acknowledgement \_\_\_\_\_

W.P. Verifier \_\_\_\_\_

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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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. SOFTNET ZONE, 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. 94-3368258  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1-24-00 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. WILL BEGIN BUSINESS UPON APPROVAL OF APPLICATION  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 650 TOWNSEND STREET, #225  
SAN FRANCISCO, CA 94103  
(Current mailing address)

8. Operating Business Service Centers  
(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324  
(Zip code)

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.*

CT Corporation System

Naseem A. Conde  
(Registered agent's signature)

**NASEEM A. CONDE**  
SPECIAL ASST. SECRETARY

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: Lawrence B. Brilliant

Address: 650 Townsend Street, #225, San Francisco, CA 94103

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Lawrence B. Brilliant

Address: 650 Townsend Street, #225, San Francisco, CA 94103

Director: Garrett J. Girvan

Address: 650 Townsend Street, #225, San Francisco, CA 94103

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

President: \_\_\_\_\_

Address: \_\_\_\_\_

Vice President: Garrett J. Girvan

Address: 650 Townsend Street, #225, San Francisco, CA 94103

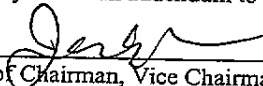
Secretary: Steven M. Harris

Address: 650 Townsend Street, #225, San Francisco, CA 94103

Treasurer: Markus Rohrbasser

Address: 650 Townsend Street, #225, San Francisco, CA 94103

**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. Assistant Secretary  
(Typed or printed name and capacity of person signing application)

**DIRECTORS AND OFFICERS OF SOFTNET ZONE, INC.**

Lawrence B. Brilliant	Director and Chairman of the Board	650 Townsend St., Ste 225 San Francisco, CA 94103
Garrett J. Girvan	Director	650 Townsend St., Ste 225 San Francisco, CA 94103
Steven M. Harris	Director	650 Townsend St., Ste 225 San Francisco, CA 94103
	President	650 Townsend St., Ste 225 San Francisco, CA 94103
Garrett J. Girvan	Vice President	650 Townsend St., Ste 225 San Francisco, CA 94103
Markus Rohrbasser	Vice President and Treasurer	650 Townsend St., Ste 225 San Francisco, CA 94103
Steven M. Harris	Vice President and Secretary	650 Townsend St., Ste 225 San Francisco, CA 94103
Jason Wilson	Assistant Secretary	650 Townsend St., Ste 225 San Francisco, CA 94103

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State of Delaware  
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SOFTNET ZONE, 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 THIRTIETH DAY OF AUGUST, A.D. 2000.

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



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0647110

001438279

DATE: 08-30-00