

FO0000006896 6

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Netcomm Communications Corporation
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

700003423237-4
-10/12/00--01077--006
*****87.50 *****87.50

Oliver J. Frazier, III
(Name of Person)

W-25148

Netcomm Communications Corp
(Firm/Company)

8517 Peconic Drive
(Address)

Orlando, FL 32835
(City/State and Zip code)

For further information concerning this matter, please call:

Patricia Cintron at (407) 625-3733
(Name of Person) (Area Code & Daytime Telephone Number)

FILED
00 DEC 13 AM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mt
12/13

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 18, 2000

OLIVER J. FRAZIER
8517 PECONIC DRIVE
ORLANDO, FL 32835

SUBJECT: NETCOMM COMMUNICATIONS CORPORATION
Ref. Number: W0000025148

We have received your document for NETCOMM COMMUNICATIONS CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 700A00054634

00 DEC 13 AM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 22, 2000

OLIVER J. FRAZIER
8517 PECONIC DRIVE
ORLANDO, FL 32835

SUBJECT: NETCOMM COMMUNICATIONS CORPORATION
Ref. Number: W0000025148

We have received your document for NETCOMM COMMUNICATIONS CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 400A00059847

000 DEC 13 AM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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. Netcomm Communications Corporation
(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. Nevada 3. 88-0464093
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 16, 2000 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. "upon qualification"
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 8517 Peconic Drive, Orlando, FL 32835
(Principal office address)
- same
(Current mailing address)

8. Telecommunications services.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

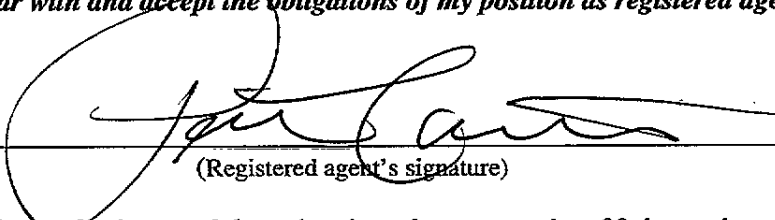
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Patricia Cintron
Office Address: 8517 Peconic Drive
Orlando, Florida 32835
(City) (Zip code)

FILED
00 DEC 13 AM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Oliver J. Frazier, III
 Address: 8517 Peconic Drive
Orlando FL 32835

Vice Chairman: Mauricio Proano
 Address: 416 Everwood Drive
Kissimmee, FL 34743

Director: Patricia Cintron
 Address: 8517 Peconic Drive
Orlando FL 32835

Director: _____
 Address: _____

B. OFFICERS

President: Oliver J. Frazier, III
 Address: 8517 Peconic Drive
Orlando, FL 32835

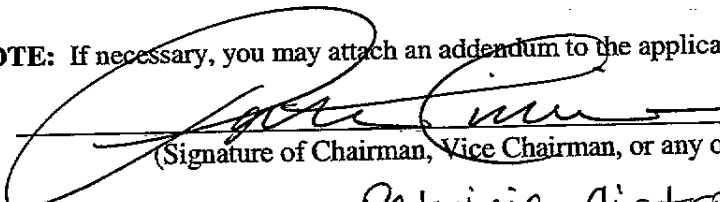
Vice President: Mauricio Proano
 Address: 416 Everwood Drive
Kissimmee FL 34743

Secretary: Patricia Cintron
 Address: 8517 Peconic Drive Ori. FL 32835

Treasurer: Neil Pain
 Address: 961 B Russell Ave. Gaithersburgs, MD
20879

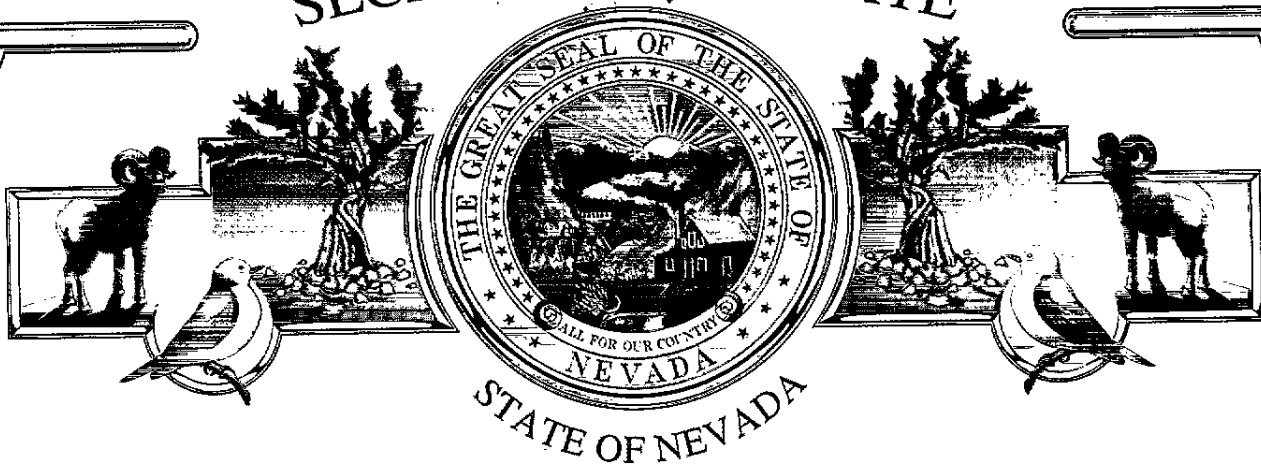
FILED
 00 DEC 13 AM 2:14
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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. Patricia Cintron, Secretary
 (Typed or printed name and capacity of person signing application)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **NETCOMM COMMUNICATIONS CORP.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since June 16, 2000, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on September 22, 2000.

FILED
00 DEC 13 AM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Dean Heller

Secretary of State

By

Sacquelime Wray
Certification Clerk