

FO2000000476

RIA2

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: AGORA, INC.

(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:

ROBERT COMPTON

(Name of Person)

AGORA, INC.

(Firm/Company)

14 WEST MOUNT VERNON PLACE

(Address)

BALTIMORE, MD 21201

(City/State/Zip)

600004711916--3

-12/06/01--01054--007

*****78.75 *****78.75

Should you need to call someone concerning this matter, please call:

MARK ENGEL, CPA

(Name of Person)

at (410) 453-5500

(Area Code & Daytime Telephone Number)

FILED
02 JAN 29 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	Availability
Document Examiner	Updater
Updater	Verifier
Acknowledgement	W. P. Verfyer

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

0 Name not available

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

1 pages

FO2000000476

CECEANNA LEE

OFFICE OF GENERAL COUNSEL

AGORA, INC.
14 WEST MOUNT VERNON PLACE
BALTIMORE, MD 21201
TEL. 410-895-7997
FAX. 410-783-8409
clee@agora-inc.com

January 18, 2001

Diane Cushing
Division of Corporations
Florida Department of State
P O Box 6327
Tallahassee, FL 32314

Re: Reference No. W01000028387

Dear Ms. Cushing:

Attached are forms to resubmit our documents adopting Agora Publishing Inc. as an entity doing business in Florida. Please contact me if you need anything else.

Thank you.

Sincerely,



Cece Anna Lee

Legal Asst. to Matthew J. Turner, Esq.



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 12, 2001

ROBERT COMPTON
AGORA, INC.
14 WEST MOUNT VERNON PLACE
BALTIMORE, MD 21201

SUBJECT: AGORA, INC.
Ref. Number: W01000028387

We have received your document for AGORA, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 245-6913.

Diane Cushing
Corporate Specialist

Letter Number: 101A00065376

RESOLUTION OF BOARD OF DIRECTORS
(Please print or type)

I, the undersigned Matthew J. Turner, do hereby certify
(Name)

that this Resolution of the Board of Directors of _____
Agora, Inc.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Maryland,
was duly adopted on January 18, 20⁰²

Be it resolved, that Agora Inc.
(Corporate Name)

organized and existing in the State of Maryland, hereby adopts the name
Agora Publishing, Inc.
for use in Florida

Dated: 1/18/02

Matthew J. Turner, Esq.
Signature of either Chairman, Vice Chairman or any officer

Matthew J. Turner
Type or print Name

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JAN 29 PM 1:00

FILED

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

RIA2

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. AGORA, 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. MARYLAND 3. 52-0953737
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. MAY 2, 1972 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 07/01/01
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 14 WEST MOUNT VERNON PLACE

BALTIMORE, MD 21201
(Current mailing address)

8. PUBLISHING NEWSLETTERS
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: ANN KOPLAS

Office Address: 235 NE FOURTH AVENUE

DELRAY BEACH, Florida, 33483
(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.

Ann Koplas
(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)

FILED
02 JAN 29 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

RIA2

Chairman: WILLIAM BONNER

Address: 14 WEST MOUNT VERNON PLACE

BALTIMORE MD 21201

Vice Chairman: JAMES DAVIDSON

Address: 14 WEST MOUNT VERNON PLACE

BALTIMORE MD 21201

Director: GREGORY BARNHILL

Address: 14 WEST MOUNT VERNON PLACE

BALTIMORE MD 21201

Director: ROBERT KEPHART

Address: 14 WEST MOUNT VERNON PLACE

BALTIMORE MD 21201

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

President: WILLIAM BONNER

Address: 14 WEST MOUNT VERNON PLACE

BALTIMORE MD 21201

Vice President: JAMES DAVIDSON

Address: 14 WEST MOUNT VERNON PLACE

BALTIMORE MD 21201

Secretary: JAMES DAVIDSON

Address: 14 WEST MOUNT VERNON PLACE

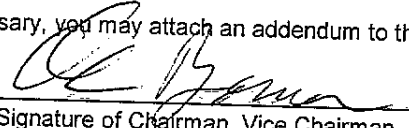
BALTIMORE MD 21201

Treasurer: GREGORY BARNHILL

Address: 14 WEST MOUNT VERNON PLACE

BALTIMORE MD 21201

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. _____
(Typed or printed name and capacity of person signing application)

FILED
02 JAN 29 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF MARYLAND
Department of Assessments and Taxation

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT AGORA, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS OCTOBER 30, 2001.

Paul B. Anderson

Paul B. Anderson
Charter Division

FILED
02 JAN 29 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

