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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

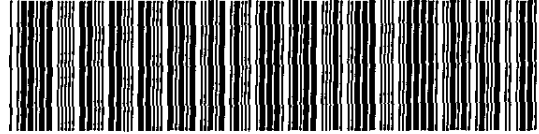
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DATE: 12-23-04

NAME: LEADPOINT, INC.

TYPE OF FILING: FOREIGN CORP

COST: CHECK # 6799 FOR \$70.00 IS ATTACHED

RETURN:

~~ACCOUNT: FCA100000015~~

~~AUTHORIZATION: ABBISSUE LODGE~~

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: LeadPoint, Inc.

(Name of corporation - must include suffix)

04 DEC 23 PM 3:03
F11 30
SECRET STATE
TALLAHASSEE, FLORIDA

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:

Alondra Navarro

(Name of Person)

Corporate Research Solutions, Inc.

(Firm/Company)

12631 East Imperial Highway; Suite F226

(Address)

Santa Fe Springs, CA 90670

(City/State and Zip code)

For further information concerning this matter, please call:

Alondra Navarro c/o CRS

(Name of Person)

at (562) 465-0020

(Area Code & Daytime Telephone Number)

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

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

RECEIVED
TALLAHASSEE, FLORIDA
DEC 23 PM 3:03

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. LeadPoint, 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. 90-0185309
(State or country under the law of which it is incorporated) (FEI number, if applicable)
- 4. 06/25/2004 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. 11661 San Vicente Blvd., Suite 910 Los Angeles, CA 90049
(Principal office address)
- _____
(Current mailing address)

8. Online lead aggregator for business-to-business market
(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)

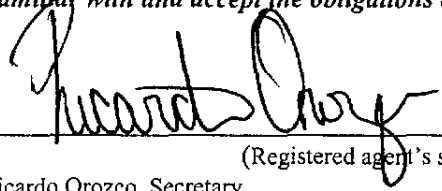
Name: Corporate Research Solutions, Inc.

Office Address: 1333 N. Duval Street

Tallahassee, Florida 32303
(City) (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.



(Registered agent's signature)

Ricardo Orozco, 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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attached

Address: _____

Vice President: _____

Address: _____

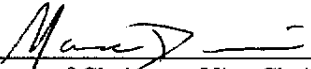
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. Marc Diana CEO
(Typed or printed name and capacity of person signing application)

LEADPOINT, INC.
(a Delaware Corporation)

I. OFFICERS

<u>Full Legal Name</u>	<u>Corporate Title</u>	<u>Address</u>
Marc Diana	Chief Executive Officer, Chief Financial Officer and Secretary	11661 San Vicente Blvd. Suite 910 Los Angeles, CA 90049

II. DIRECTORS

<u>Full Legal Name</u>	<u>Address</u>
Marc Diana	11661 San Vicente Blvd. Suite 910 Los Angeles, CA 90049
Peter Petterson	11661 San Vicente Blvd. Suite 910 Los Angeles, CA 90049

Delaware

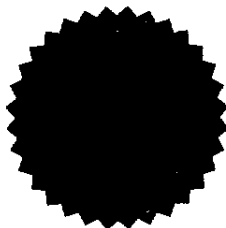
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LEADPOINT, 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 TENTH DAY OF DECEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "LEADPOINT, INC." WAS INCORPORATED ON THE TWENTY-FIFTH DAY OF JUNE, A.D. 2004.

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



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3538935

DATE: 12-10-04