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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4003

FROM: GUNSTER, YOAKLEY, ETAL. (WEST PALM BEACH) ACCT#: 076117000420

CONTACT: MARY M. HANNAH

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FAX #: (561)655-5677

NAME: TECHNOPOINT INTERNATIONAL, INC.

AUDIT NUMBER.....H98000014739

DOC TYPE.....FOREIGN PROFIT QUALIFICATION

CERT. OF STATUS..0 PAGES..... 3

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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. TECHNOPOINT INTERNATIONAL, 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. Ohio
(State or country under the law of which it is incorporated)

3. 31-1454288
(FEI number, if applicable)

4. 9/25/95
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. 1/12/98
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 3420 Fairlane Farms Road, Wellington, FL 33414
(Current mailing address)

8. Marketing Firm
(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: Valdes-Fauli Corporate Services, Inc.

Office Address: 777 South Flagler Drive, Suite 500E

West Palm Beach, Florida, 33401
(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.

BY: Michael V. Mittrione
(Registered agent's signature) *V.P.*

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.

(561) 655-1980
Michael V. Mittrione, Esq. FL BAR NO: 294551
Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.
777 So. Flagler Dr., Ste. 500E, West Palm Beach, FL 33401

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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: Fosco Venturelli

Address: Via Monte Pastello 1, San Giovanni Lupatoto
Verona 37057 ITALY

Vice Chairman: _____

Address: _____

Director: Gaetano Gastaldin

Address: Via Monte Pastello 1, San Giovanni Lupatoto
Verona 37057 ITALY

Director: Migliorini Gieseppe

Address: Via Monte Pastello 1, San Giovanni Lupatoto
Verona 37057 ITALY

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

President: Fosco Venturelli

Address: Via Monte Pastello 1, San Giovanni Lupatoto
Verona 37057 ITALY

Vice President: Michael Carson

Address: 192 Wood Street
Rutherford, NJ 07070

Secretary: _____

Address: _____

Treasurer: Edward Westfield

Address: 12752 Meadowbreeze Dr
Wellington, FL 33414

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. Edward B. Westfield

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

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UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE. }

I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show TECHNOPOINT INTERNATIONAL, INC., an Ohio corporation, Charter No. 917972, having its principal location in Hamilton, County of Butler, was incorporated on September 26, 1995 and is currently in GOOD STANDING upon the records of this office.



WITNESS my hand and official
seal at Columbus, Ohio on
June 29, 1998

Bob Taft

Bob Taft
Secretary of State

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