

# 2000 UNIFORM BUSINESS REPORT (UBR)

**FILED**  
**May 05, 2000 8:00 am**  
**Secretary of State**

05-05-2000 90031 030 \*\*\*150.00

**DOCUMENT # F99000005351**

1. Entity Name  
**GOFISH.COM, INC.**

Principal Place of Business 511 CONGRESS STREET, 6TH FLOOR PORTLAND ME 04101	Mailing Address 511 CONGRESS STREET, 6TH FLOOR PORTLAND ME 04101-3482
--	---

2. Principal Place of Business	3. Mailing Address
Suite, Apt. #, etc.	Suite, Apt. #, etc.
City & State	City & State
Zip	Country



DO NOT WRITE IN THIS SPACE

4. FEI Number <b>01-0529012</b>	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required

6. Name and Address of Current Registered Agent  
**C T CORPORATION SYSTEM**  
**1200 SOUTH PINE ISLAND ROAD**  
**PLANTATION FL 33324**

7. Name and Address of New Registered Agent  
 Name  
 Street Address (P.O. Box Number is Not Acceptable)  
 City **FL** Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so.  (See criteria on back)

**FILE NOW!!! FEE IS \$150.00**  
**After MAY 1, 2000 Fee will be \$550.00**  
**Make Check Payable to Department of State**

10. Election Campaign Financing Trust Fund Contribution.  **\$5.00** May Be Added to Fees

11. OFFICERS AND DIRECTORS	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>PDT</b> <b>WORKMAN, NEAL P</b> <b>511 CONGRESS STREET</b> <b>PORTLAND ME 04101</b> <input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>DV</b> <b>WEATHERBIE, DAVID</b> <b>511 CONGRESS STREET</b> <b>PORTLAND ME 04101</b> <input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>S</b> <b>PIPER, JONATHAN S</b> <b>ONE CITY CENTER</b> <b>PORTLAND ME 04101</b> <input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>D</b> <b>VOLPE, THOMAS</b> <b>511 CONGRESS STREET</b> <b>PORTLAND ME 04101</b> <input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete

12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

13. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 11 or Block 12 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: *David Weatherbie* **REQUIRED** Date: 5/1/00 Daytime Phone #: 207-773-3533

CR2E034 (9/99)

BUSINESS CORPORATION

STATE OF MAINE

(Merger of Domestic and Foreign Corporations)

ARTICLES OF MERGER

Sea Fax, Inc.

A corporation organized under the laws of Maine

INTO

SeaFax, Inc.

A corporation organized under the laws of Delaware

Pursuant to 13-A MRSA §906, the preceding corporations adopt these Articles of Merger:

File No. 19872088 D Pages 11  
 Fee Paid \$ 80  
 DCN 1992221500042 MERG  
 -----FILED-----  
 10-AUG-99 # F99000005351  
 A0054636  
*Julie R. Flynn*  
 Deputy Secretary of State

---

A True Copy When Attested By Signature  
*Julie R. Flynn*  
 Deputy Secretary of State

FIRST: The laws of the State(s) of Delaware, under which the foreign corporation(s) is (are) organized, permit such merger.

SECOND: The name of the surviving corporation is SeaFax, Inc. and it is to be governed by the laws of the State of Delaware.

THIRD: The plan of merger is set forth in Exhibit A attached hereto and made a part hereof.

FOURTH: As to each participating domestic corporation, the shareholders of which voted on such plan of merger, the number of shares outstanding and the number of shares entitled to vote on such plan, and the number of such shares voted for and against the plan, are as follows:

Name of Corporation	Number of Shares Outstanding	Number of Shares Entitled to Vote	NUMBER Voted For	NUMBER Voted Against
Sea Fax, Inc.	857	857	857	0

FIFTH: If the shares of any class were entitled to vote as a class, the designation and number of the outstanding shares of each such class, and the number of shares of each such class voted for and against the plan, are as follows:

Name of Corporation	Designation of Class	Number of Shares Outstanding	NUMBER Voted For	NUMBER Voted Against
N/A				

(Include the following paragraph if the merger was authorized without the vote of the shareholders of the surviving corporation. Omit if not applicable.)

SIXTH: The plan of merger was adopted by the participating corporation which is to become the surviving corporation in the merger without any vote of its shareholders, pursuant to section 902, subsection 5. The number of shares of each class outstanding immediately prior to the effective date of the merger, and the number of shares of each class to be issued or delivered pursuant to the plan of merger of the surviving corporation are set forth as follows:

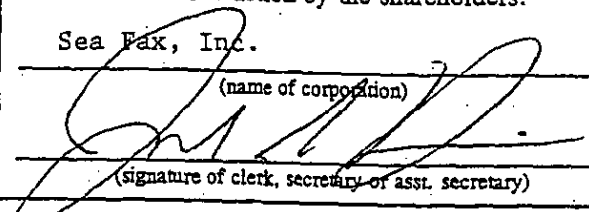
Designation of Class	Number of Shares Outstanding Immediately Prior to Effective Date of Merger	Number of Shares to Be Issued Or Delivered Pursuant to the Merger
N/A		

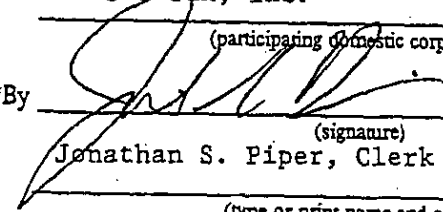
The address of the registered office of the surviving corporation in the State of Maine is\* 77 F99000005351  
The Corporation Trust Company  
1209 Orange Street, Wilmington, DE 19801  
(street, city, state and zip code) 1005463p

The address of the registered office of the merged corporation in the State of Maine is\*  
Preti, Flaherty, Beliveau, Pachios & Haley, LLC  
One City Center, P.O. Box 9546, Portland, Maine 04112-9546  
(street, city, state and zip code)

EIGHTH: Effective date of the merger (if other than date of filing of Articles) is N/A  
(Not to exceed 60 days from date of filing of the Articles)

DATED August 10, 1999

**MUST BE COMPLETED FOR VOTE OF SHAREHOLDERS**  
I certify that I have custody of the minutes showing the above action by the shareholders.  
Sea Fax, Inc.  
(name of corporation)  
  
(signature of clerk, secretary or assl. secretary)

Sea Fax, Inc.  
(participating domestic corporation)  
  
\*\*By \_\_\_\_\_  
(signature)  
Jonathan S. Piper, Clerk  
(type or print name and capacity)

\*\*By \_\_\_\_\_  
(signature)  
\_\_\_\_\_  
(type or print name and capacity)

DATED \_\_\_\_\_

**MUST BE COMPLETED FOR VOTE OF SHAREHOLDERS**  
I certify that I have custody of the minutes showing the above action by the shareholders.  
\_\_\_\_\_  
(name of corporation)  
\_\_\_\_\_  
(signature of clerk, secretary or assl. secretary)

\*\*By \_\_\_\_\_  
(signature)  
\_\_\_\_\_  
(type or print name and capacity)

\*\*By \_\_\_\_\_  
(signature)  
\_\_\_\_\_  
(type or print name and capacity)

NOTE: If a foreign corporation is the survivor of this merger, see §906.4 and §908.3 as to whether Form MBCA-10Ma is required.

\*Give address of registered office in Maine. If the corporation does not have a registered office in Maine, the address given should be the principal or registered office in the State of incorporation.

\*\*This document **MUST** be signed by (1) the Clerk OR (2) the President or a vice-president *and* the Secretary or an assistant secretary, or such other officer as the bylaws may designate as a 2nd certifying officer OR (3) if there are no such officers, then a majority of the Directors or such directors as may be designated by a majority of directors then in office OR (4) if there are no such directors, then the Holders, or such of them as may be designated by the holders, of record of a majority of all outstanding shares entitled to vote thereon OR (5) the Holders of all of the outstanding shares of the corporation.

SUBMIT COMPLETED FORMS TO: CORPORATE EXAMINING SECTION, SECRETARY OF STATE,  
101 STATE HOUSE STATION, AUGUSTA, ME 04333-0101  
TEL. (207) 287-4195

#F9000005351  
A0054636

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 09/27/1999  
991405839 - 3074974

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

SeaFax, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said Corporation:

RESOLVED: That the Certificate of Incorporation of SeaFax, Inc. be amended by changing the name of this Corporation as set forth in the ARTICLE FIRST thereof so that, as amended, said name and Article shall be and shall read as follows:

"The name of the Corporation is Gofish.com, Inc."

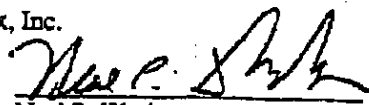
SECOND: That in lieu of a Meeting and vote of stockholders, the stockholders has given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said SeaFax, Inc. has caused this certificate to be signed by Neal P. Workman, its President this 24<sup>th</sup> day of September, 1999.

SeaFax, Inc.

By:



Neal P. Workman  
Its President

#F99000005351  
A0054636

**Gofish.com, Inc.**  
**EIN: 01-0529012**  
**Florida Uniform Business Report**

**List of Officers and Directors**

**Officers:**

President	Neal P. Workman	511 Congress St., Portland, ME
Vice-President	David B. Weatherbie	511 Congress St., Portland, ME
Treasurer	Neal P. Workman	511 Congress St., Portland, ME
Secretary	Jonathan S. Piper	One City Center, Portland, ME
Asst. Secretary	Michael L. Sheehan	One City Center, Portland, ME

**Directors:**

Neal P. Workman  
David B. Weatherbie  
Neil Grossman  
John D. Cummings  
David Duval  
Thomas Volpe  
Thomas J. Mazzetta