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526 East Park Avenue  
Tallahassee, FL 32301  
(850) 681-6528

# F000000000042

## HOLD

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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

*Interview Holdings, Inc.*

☐ Walk In

☐ Pick Up Time

☐ Mail Out

☐ Will Wait

☐ Photocopy

### RUSH

☒ Certified Copy

☐ Certificate of Status

☒ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

NEW FILINGS	
<input checked="" type="checkbox"/> Profit	
<input type="checkbox"/> NonProfit	
<input type="checkbox"/> Limited Liability	
<input type="checkbox"/> Domestication	
<input type="checkbox"/> Other	

AMENDMENTS	
<input type="checkbox"/> Amendment	
<input type="checkbox"/> Resignation of R.A. Officer/Director	
<input type="checkbox"/> Change of Registered Agent	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> Merger	

OTHER FILINGS	
<input type="checkbox"/> Annual Report	
<input type="checkbox"/> Fictitious Name	
<input type="checkbox"/> Name Reservation	

REGISTRATION/QUALIFICATION	
<input type="checkbox"/> Foreign	
<input type="checkbox"/> Limited Partnership	
<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Trademark	
<input type="checkbox"/> Other	

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

Ordered By: \_\_\_\_\_

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DIVISION OF CORPORATIONS  
00 JAN -4 PM 2:26

RECEIVED  
DIVISION OF STATE  
TALLAHASSEE, FL 32301  
00 JAN -3 PM 4:53

*BK 1/4/00*

**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. iviewit Holdings, 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  
(State or country under the law of which it is incorporated)
3. \_\_\_\_\_  
(FEI number, if applicable)
4. December 29, 1999  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon filing  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2255 Glades Road, Suite 340-West  
Boca Raton, FL 33431  
(Current mailing address)

8. Any lawful business  
(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: CorpAmerica, Inc.

Office Address: 1525 South Andrews Avenue, Suite 216  
Fort Lauderdale, Florida, 33316  
(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.*

CorpAmerica, Inc.

Diane L. Flanagan

(Registered agent's signature)

Diane L. Flanagan, Asst. Service

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)

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

Chairman: Eliot I. Bernstein

Address: 2255 Glades Road, Suite 337-West

Boca Raton, FL 33431

Director:  
~~Vice Chairman~~ Simon L. Bernstein

Address: 2255 Glades Road, Suite 337-West

Boca Raton, FL 33431

Director: Brian G. Utley

Address: 2255 Glades Road, Suite 337-West

Boca Raton, FL 33431

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: Brian G. Utley

Address: 2255 Glades Road, Suite 337-West

Boca Raton, FL 33431

Vice President: Eliot I. Bernstein

Address: 2255 Glades Road, Suite 337-West

Boca Raton, FL 33431

Secretary: Eliot I. Bernstein

Address: 2255 Glades Road, Suite 337-West

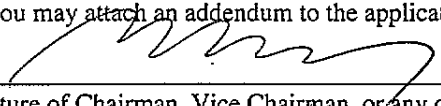
Boca Raton, FL 33431

Treasurer: Eliot I. Bernstein

Address: 2255 Glades Road, Suite 337-West

Boca Raton, FL 33431

**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. Brian G. Utley, President  
(Typed or printed name and capacity of person signing application)

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*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VIEWIT HOLDINGS, 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 THIRTIETH DAY OF DECEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VIEWIT HOLDINGS, INC." WAS INCORPORATED ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1999.

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

FILED  
STATE  
CLERK OF CORPORATIONS  
00 JAN -4 PM 2:26



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\_\_\_\_\_  
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

0172131

12-30-99